



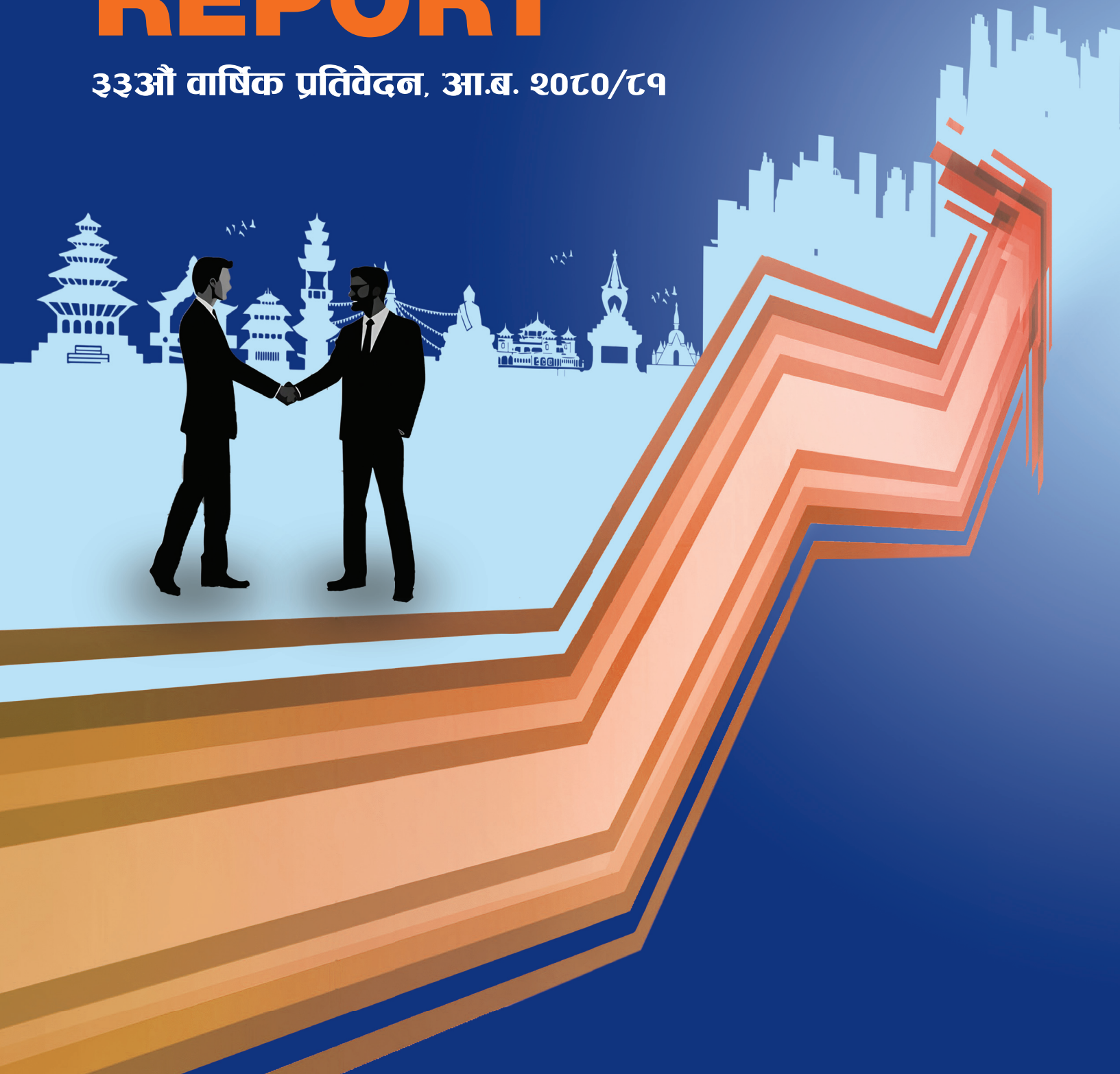
NEPAL
LUBE OIL
LIMITED



BUILDING RELATIONSHIP,
ACCELERATING SUCCESS

33rd ANNUAL REPORT

३३औं वार्षिक प्रतिवेदन, आ.ब. २०८०/८१





ARUN K CHAUDHARY
Chairman



BIJAY B SHRESTHA
Director



CA NAGENDRA SAH
Director



RANA BDR. BUDHATHOKI
Director



SHILA CHAUDHARY
Director



ANIL BASNYAT
Director



NIRANJANA NEUPANE
Director



KARAN K CHAUDHARY
Executive Director



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अध्यक्ष ज्यूको मन्तव्य

नेपाल ल्यूब आयल लि. को यस तेत्तिसौं वार्षिक साधारण सभामा सहभागी हुनु भएका सम्पूर्ण शेयरधनी महानुभावहरुमा कम्पनीको सञ्चालक समिति, कम्पनी परिवार र मेरो व्यक्तिगत तर्फबाट समेत म यहाँहरुलाई हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु ।

कम्पनीले चार दशकको यात्रा पार गर्दै अगाडि बढिरहेको अवस्थामा पनि सदैव उत्कृष्ट कार्यसम्पादन, सही दिशानिर्देश तथा रणनीतिको साथ अगाडि बढिरहेकोले कम्पनी आफ्ना प्रतिस्पर्धिहरुको माझमा आफ्नो स्थान निरन्तर रुपमा सुदृढ गर्दै आफूलाई एउटा सफल एवं विश्वसनीय संस्थाको रुपमा स्थापित गराउन सफल हुँदै आएको छ । व्यवसायिक रणनीति एवं नयाँ कार्य योजनाहरु कार्यान्वयन गर्दै हामी यस कम्पनीलाई अझ सुदृढ बनाई अग्र पंक्तिमा पुऱ्याउन प्रयत्नरत रहने छौ । यसका लागि कम्पनीको स्थापनाकालदेखि नै प्रत्येक गतिविधिलाई नजिकबाट नियालिरहनु भएका यहाँहरुबाट समय समयमा प्राप्त भईरहने सुझाव र सकारात्मक समालोचनाहरुको निमित्त हामी सदैव कृतज्ञ छौ ।

गतवर्ष यहि गरिमाय सभामा हामीले देशको विद्यमान बजार परिस्थितीका कारण लिएको लक्ष्यको कहिकतै पूजन नसकेको विवरण प्रस्तुत गर्दा पनि यहाँहरुले आफ्नो मन्तव्यमा जसरी म लगायत हामी सञ्चालक समितीका सदस्यहरु र व्यवस्थापन प्रति विश्वास र आशा देखाउनु भएको थियो त्यो क्षण हाम्रो निमित्त सदैव एउटा सकारात्मक उर्जा श्रोतको रुपमा रहने छ । यसले हामीलाई आफ्नो कर्तव्य पालनामा थप हौसला प्रदान गर्नुको साथै यहाहरुको सोचअनुरूप कम्पनीलाई प्रत्येक पल अघि बढाउने थप दायित्व पनि सँगै आएको छ ।

यहाँहरुको हौसलाले नै हो यस समिक्षा वर्षमा हामीले लिएको लक्ष्यको ९४% अर्थात ३२०१ के.एल. विक्रि गर्न समर्थ भयो । यो विक्री परिमाण अघिल्लो वर्षको तुलनामा ३३% ले बढि हो । समिक्षावर्षमा लुब्रिकेन्ट्स बजार को वृद्धि अघिल्लो आ.ब.को तुलनामा २९% को हाराहरीमा भएको अवस्थामा हाम्रो ३३% को वृद्धिलाई पक्कै पनि उपलब्धिमूलक रुपमा हामीले लिनै पर्दछ ।

अझ यस वर्षको खुद नाफा तर्फ हेर्ने हो भने हामीले लिएको लक्ष्य भन्दा बढी हासिल गर्न सफल भएका छौ । यस वर्षको नाफा गतवर्षको तुलनामा १० गुणाले वृद्धि भएको यहाँहरु समक्ष जानकारी दिन पाउँदा मैले आफूलाई निकै गौरवान्वित महसूस गरेको छु । अर्थतन्त्र पुनरुत्थानको अपेक्षा गरिएता पनि रुस-यूक्रेन युद्ध, पेट्रोलियम पदार्थको मुल्यको उतारचढाव लगायतका कारण विश्व अर्थतन्त्रनै प्रभावित हुन पुगेको अवस्था छ । नेपालको सन्दर्भमा भन्ने हो भने थप बढ्दो व्यापार घाटा, अमेरिकी डलरको मूल्यमा भएको वृद्धि, समग्र वस्तु तथा सेवाको मागमा आएको कमी लगायतका कारण अपेक्षाकृत गतिमा आर्थिक वृद्धि हुन नसकी व्यापार व्यवसायनै थप चुनौतीपूर्ण हुँदै गईरहेको र दैनिक रुपमा सुनिरहनु पर्ने व्यापार व्यवसायको नैराश्यताको समाचारका विच हामीले हाम्रो उत्पादन र कारोवार गर्ने वस्तुको व्यापारलाई पुनः उचाईतर्फ लान सफल भएका छौ । यसको निमित्त पुनः म मेरा सञ्चालक साथीहरु, शेयरधनि महानुभावहरु, व्यवस्थापन तथा कामदार कर्मचारी साथीहरु तथा आआफ्नो क्षेत्रबाट मद्दत गर्ने हाम्रा सहयोगी हातहरु सवैलाई म हार्दिक धन्यवाद ठर्क्याउदछु ।

यहाँहरुलाई अवगतनै छ गतवर्ष प्राईभेट कार र साना कमर्शियल सवारीसाधन तर्फको आयात हेर्ने हो भने विद्युतीय सवारीसाधनको आयात अनुपात इन्धन खपत गर्ने सवारीसाधनको तुलनामा धेरै बढी रहेको छ । त्यस्तै ट्र्याक्टर र ट्राला हेमि इक्विपमेन्टको कारोवार तथा उपयोग पनि सिमित भईरहेको अवस्था छ । यस्तो परिस्थितीमा हामीले नयाँ नयाँ बजार क्षेत्रहरु पहिचान गर्दै अगाडि बढिरहेका छौ । भविष्यमा नेपालमा विभिन्न



निर्माण उद्योग तथा आयोजनाहरू बढ्दै जाने सम्भावना देखिएको छ । यस वर्ष त्यसैले हामीले हाम्रो रणनीति परिवर्तन गरी विभिन्न आयोजना र निर्माण उद्योगहरू तर्फ बजार विस्तार गरेका छौ । आउने समय नेपालमा विद्युतिय आयोजनाहरू पनि हाम्रो निमित्त ठूलो बजार क्षेत्र बन्ने सम्भावना रहेको छ । यस वर्ष हाम्रो कूल विक्रीको लगभग ४३% विक्री यस्तै उद्योग तर्फ रहेको छ र हाम्रा वितरक पार्टनरहरू तर्फको विक्री ५७% रहेको तथ्यले पनि हाम्रो रणनीति सटिक रहन पुगेको देखाउदछ । साथ साथै हामीले आउने दिनमा वितरक पार्टनरहरू तर्फको विक्रीको समस्याको पहिचान गर्दै नयाँ योजनाहरू ल्याई यस तर्फको विक्री बढाउन ध्यान दिन जरुरी रहेको पनि औल्याएको छ ।

नेपालमा हाल धेरै बिद्युतिय परियोजनाहरू निर्माणाधिन अवस्थामा रहेका र अघिल्ला बर्षहरूको अनूपातमा सञ्चालनमा समेत वृद्धि भईरहेको अवस्थामा यस क्षेत्र तर्फ खपत हुने ट्रान्सफर्मर आयल बनाउने औद्योगिक मेशिनको अत्यन्त जरुरी देखिएकोले सञ्चालक समितिले यस मेशिनलाई तुरन्त जडान गर्न बजेट स्विकृत गरी हाम्रो कारखानामा जडान समेत भईसकेको छ । यसले आउने दिनमा ट्रान्सफर्मर आयल विक्री तर्फ प्रतिस्पर्धि माथि हाम्रो क्षेत्र विस्तार उल्लेख्य रुपमा अघि रहने हामीले अपेक्षा राखेका छौ । त्यस्तै कम्पनीको सोच आउने दिनमा बजारमा माग हुने विभिन्न उच्चस्तरिय ग्राजहरू उत्पादन गर्ने मेशिन तथा उपकरणहरू पनि जडान गर्ने रहेको छ, तर यो तुरन्त कार्यान्वयन गर्ने योजना होइन यसको सम्भाव्यता अध्ययनको निमित्त पर्याप्त समय दिईनेछ ।

GULF Lubricants को निर्देशिका अनुरूप विश्वबजारमा विभिन्न खालका पुराना मेशिन तथा उपकरणहरूमा उपयोग हुने धेरै अगाडिका फर्मुलेशनहरू भएका लूब्रिकेन्ट्सहरू आफ्नो क्षेत्रबाट हटाईरहेको छ । नेपालमा भने फरक अवस्था रहेको र हालपनि धेरै पुराना मेशिन, सवारी साधन र उपकरणहरू प्रयोगमा रहेको छ । यसको बजार पनि राम्रै रहेको अवस्थामा उक्त क्षेत्रतर्फ पनि पहुँच नघटने र GULF Lubricants को पनि निर्देशिका पालना कायम रहने गरी GULF Lubricants को सहमतीमा कार्य अगाडि बढाईएको छ । यसले सबै बजारक्षेत्रमा आफ्नो उत्पादनको हिस्सा कायम राख्न र Brand Visiibility मा महत्वपूर्ण योगदान दिनेछ । त्यस्तै हाम्रा वितरक पार्टनरहरूले पनि उच्चस्तरिय सामानको बजार देखि साना फूटकर क्षेत्रतर्फको सामान पनि बजारमा पुर्‍याउन सक्ने हिसावले बजारको निमित्त Full Range of Product दिन समर्थ्य राख्ने एकमात्र कम्पनीको रुपमा आफ्नो छवि कायम राख्नेछ । यसले प्रतिस्पर्धिलाई हामीले हिस्सा लिएको बजारमा छिर्न अर्थात Penitrate गर्ने मौकै दिदैन ।

यस वर्ष हामीले लिएको र कार्यान्वयन गरिएको अर्को महत्वपूर्ण निर्णय भनेको विक्री गर्ने सबै बस्तुहरू मध्ये धेरै भन्दा धेरै प्रकारका बस्तुको उत्पादन आफ्नै कारखानामा गर्नु हो । गत वर्ष सम्म पनि हाम्रो सम्पूर्ण विक्रीको ४५% हिस्सा आयातीत बस्तुको रहेको अवस्थामा आउने वर्ष यसलाई घटाएर २०% मा ल्याउने छौ । अर्थात ८०% बस्तु आफ्नै कारखानामा उत्पादन गर्ने लक्ष्य रहेको छ । यसले कम्पनीको Plant तथा कामदार र कर्मचारीहरूको पूर्ण उपयोग भई उत्पादन लागत घटाउन मद्दत पुग्नेछ र यही उत्पादन गर्न सकिएको अवस्थामा बजारमा प्रतिस्पर्धि मूल्यमा बस्तु विक्री वितरण गर्न र नयाँ रणनीतिहरूको सुरुवात गर्न मद्दत गर्नेछ ।

हामी प्रत्येक पल आफूबाट कारोवार हुने वस्तुको गुणस्तर प्रति अत्यन्त सचेत छौ र यसमा किनचित मात्रामा पनि सम्झौता गरिदैन र गर्ने छैनौ । यस तर्फ Gulf OIL International को निर्देशिका पनि पालना गर्ने पर्ने जरुरी छ र यसैलाई मध्यनजर गर्दै यस वर्ष हामीले हाम्रो प्रयोगशालामा GULF Oil International ले अनिवार्य गरेका २ वटा नयाँ उपकरणहरू जडान गर्दै छौ । यसले हामीबाट उत्पादित बस्तुहरूको गुणस्तर



मापनमा अर्क सटिक प्रतिफल प्राप्त हुने छ । साथै हाम्रो प्रयोगशालाको विश्वसनीयता पनि बढ्ने छ ।

माथिका यति योजनाहरु अंगाल्दै यस वर्ष अर्थात आ.ब.२०८१।८२ मा हामीले ३९२१ के.एल. विक्री गर्ने लक्ष्य लिएका छौ । यो समिक्षा वर्षको हाम्रो विक्रीको तुलनामा २२.५०% ले बृद्धि हो । यस ३९२१ के.एल.विक्रीबाट ५ करोड ९० लाख खूद नाफा हुने अपेक्षा राखेका छौ । आउने दिनमा बजारमा केहि सूधार हुने अपेक्षा र हाम्रो माथिका योजनाहरुको कार्यन्वयनबाट उक्त लक्ष्य हासिल गर्न हामी सबै आ-आफ्नो क्षेत्रबाट कटिबद्ध छौ ।

कम्पनीले अहिले गरिरहेको लूब्रिकेन्ट्सको व्यापार व्यवसाय अन्य प्रतिस्पर्धिको तुलनामा राम्रै गरिरहेको छ र आउने दिनमा पनि यसरी नै अघि बढाउँदै लाने तर्फ हामी सबै सजग रहेको यहाँहरुलाई विश्वास दिलाउन चाहन्छु । हाल नेपालमा लूब्रिकेन्ट्सको उत्पादन गर्ने उद्योगहरुको संख्याले १५ पुगिसकेको र यति वर्ष थप २ ठूला प्रतिस्पर्धि ब्राण्डहरुको उत्पादन सुरु हुन गईरहेको अवस्थामा प्रतिस्पर्धा धेरै जटिल, अमर्यादित र अस्वस्थ बन्ने निश्चित प्राय छ । यस अवस्थामा हामीले हाम्रो कारखानालाई थप समयानुकूल Latest Technology मा रुपान्तरण गर्न जरुरी छ र यसको निमित्त पुंजी आवश्यक देखिन्छ । त्यस्तै कम्पनीको Equity धेरै कम रहेको र सम्पूर्ण व्यापार Bank Guarantee मा हुने र व्यवसायको निमित्त Stock पनि आवश्यक रहने परिस्थितीमा सम्पूर्ण बैंक ऋणले पनि कूनै समय अपूग रहने अवस्था छ । त्यस्तै कम्पनीको एउटा ठूलो खर्च बैंकलाई ब्याजमा पनि गईरहेको छ । त्यसैले बैंकको ब्याज खर्च घटाउन र कारखानालाई पनि Latest Technology मा परिवर्तन गर्न र विभिन्न अन्य उपयुक्त क्षेत्रमा व्यापार व्यवसायको निमित्त लगानी विस्तार गर्न थप पुंजीको आवश्यकतालाई सबैले स्विकार गर्दै सञ्चालक समितीको निर्णयबाट पुंजी बढाउने माध्यमको निमित्त निस्कर्ष दिन तिन सदस्यिक समिती को गठन गरिएको थियो । सोहि समितीको विभिन्न मितिहरुमा बसेको बैठकहरुमा अध्ययन भई समितीबाट सिफारिस भए बमोजिम सञ्चालक समितीको निर्णयले पुंजी वृद्धिको निमित्त विभिन्न प्रावधान सहित FPO गर्ने प्रस्ताव यांहाहरुले स्विकृत गर्नु हुने आशा सहित यसै गरिमात्र सभामा पेश गरेका छौ ।

बदलिदो बजार स्थिती र विश्व व्यापी चुनौतीलाई अंगाल्दै कम्पनीलाई प्रगती पथ तर्फ अग्रसर गराउन अर्थात कम्पनीलाई नयाँ अध्याय तर्फ पुर्‍याउन आवश्यक देखिएकोले हालको कम्पनीको संचालक समितीको वर्तमान संरचनात्मक परिवर्तन जारी हालका कार्यकारी संचालक श्री करण कुमार चौधरीलाई प्रबन्ध संचालक तथा प्रमुख कार्यकारी अधिकृत (MD & CEO) को रुपमा कम्पनीको संचालन अधिकार प्रदान गर्ने जारी संचालक समितीको बैठकबाट नियुक्तिको निर्णय गरिएको छ । उक्त नियुक्ती र निजको सर सुविधाको निमित्त यस गरि मामय सभामा अनुमोदनको निमित्त प्रस्ताव पेश गरेका छौ । आशा छ यहाँहरुले उक्त प्रस्तावलाई सहर्स स्विकृत गरिदिनुहुने छ ।

यस वर्ष हामीले Gulf Oil International को सहकार्यमा हाम्रा सम्पूर्ण विक्री विभागका कर्मचारी, Quality Controller, Plant In-charge / Marketing & Branding कर्मचारीहरुको निमित्त पूर्ण परिक्षा सहितकै तालिमको व्यवस्था गरेका छौ । यसले हाम्रा कर्मचारीहरुको उत्पादकत्वमा वृद्धि हुने र निजहरु स्वयंको पनि वृतिविकासको निमित्त सहयोग पुग्ने आशा लिएका छौ । यसका साथ साथै Physical रुपमै पनि हाम्रा बजार मा जाने पहिलो पङ्क्तीका व्यक्ति अर्थात वितरक पार्टनरका कर्मचारीहरुको निमित्त पनि तालिम व्यवस्था गरेका छौ । यसले बजारमा निरन्तर परिवर्तन भईरहने नयाँ Technology को बारेमा कर्मचारीहरुमा ज्ञान अभिवृद्धि भई विक्री बढाउन र कहि कतै कूनै गुनासाहरु भए त्यसलाई तुरन्त समाधान गर्ने ज्ञान प्रदान गर्नेछ । त्यस्तै कामदार कर्मचारीहरुलाई कार्यगर्न प्रोत्साहनको निमित्त विभिन्न नयां विदा र विभिन्न चाडपर्व लगायत विषेश दिनमा कार्यस्थलमै मनोरञ्जनात्मक, ज्ञानमूलक र रोचक कार्यक्रमहरु गर्ने र केहि कार्यक्रममा कामदार



कर्मचारीहरुका छोरा छोरीहरुलाई समेत सामेल गर्ने योजना अगाडि बढाएका छौ । त्यस्तै समाधानकूल हामीले दैनिक भ्रमण भत्तामा केहि वृद्धि समेत गरेका छौ ।

समिक्षा वर्षमा कम्पनीले विक्री कारोवार बढाउन विभिन्न किसिमका Brand Building का क्रियाकलापहरुलाई निरन्तरता दिएका थियौ र यस वर्ष पनि त्यसलाई निरन्तरता दिईरहेका छौ । यस वर्ष अझ नयाँ किसिमका र अहिले सम्म नगरिएका कार्यहरु विक्री प्रबर्द्धन तर्फ गर्ने सोच राखि नयाँ नयाँ कार्यक्रमहरु ल्याएका छौ । यस्ता सम्पूर्ण कार्यहरुको छोटकरी विवरण यसै प्रतिवेदनमा पेश गरेका छौ । त्यस्तै गतवर्ष सम्पन्न गरिएका र यस वर्ष गरिने कार्यको विवरणहरु पनि यसै प्रतिवेदनमा उल्लेख गरेका छौ । त्यस्तै यस वर्ष विभिन्न ३ नयाँ क्षेत्रमा जनशक्तिको आवश्यकता देखिएकोले कर्मचारीहरु नियुक्ती गर्ने छौ ।

सेयरधनी महानुभावहरु,

यस वर्ष कम्पनीको नाफाबाट सञ्चालक समितीको निर्णयले २०% बोनस शेयर र ५ % नगद लाभासं वितरणको प्रस्ताव गरिएको छ । आशा छ यहाँहरुले उक्त प्रस्तावलाई सहृदयले स्विकार गरि स्विकृत गरिदिनु हुनेछ । त्यस्तै कम्पनी ऐन बमोजिम पेश गर्न पर्ने सबै विवरणहरु यस प्रतिवेदनमा पेश भएको छ । यसका साथै सञ्चालक समितीको तर्फबाट आजको यस सभामा पेश भएका सबै प्रस्तावहरु सर्वसम्मत रुपमा स्विकृत गरि पारित गरि दिनुहुने छ भन्ने आशा लिएको छु ।

अन्त्यमा,

यस वर्ष पनि कम्पनीलाई आफ्नो क्षेत्रमा विगत ७ वर्ष भै अग्रा स्थानमा राख्न आ.आफ्नो क्षेत्रबाट योगदान पुर्याउनु हुने हाम्रा वितरक Partner, Retailer, Mechanics, OEM Partner, Projects, Industries, व्यवसायी, DSE, आम उपभोक्ता र अन्य सम्पूर्ण सूभेच्छकहरु प्रति हामी सदैव आभारी छौ ।

त्यसैगरी कम्पनीको शुरुवातदेखि नै कम्पनीको सर्घर्षको दिनहरुका प्रत्येक पलको साक्षि रहनु भएका र कम्पनीलाई सदैव महत्वपूर्ण र रचनात्मक मार्गदर्शन प्रदान गर्ने हाम्रा शेयरधनी महानुभावहरुलाई पनि हामी हार्दिक धन्यवाद ठग्न्याउदै आगामि दिनहरुमा पनि यसरी नै निरन्तररुपमा सकारात्मक एवं रचनात्मक सहयोग पाईरहने छौ भन्ने आशा लिएका छौ । यहाँहरुले कम्पनी प्रति देखाउनु भएको सदभाव र हामी प्रति देखाउनु भएको विश्वासबाट अलिकतिपनि डगमगाउन दिने छैनौ ।

यस सञ्चालक समिती तथा कम्पनीलाई प्रत्यक्ष अप्रत्यक्ष रुपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकाय, श्री धीतोपत्र बोर्ड, श्री नेपाल स्टक एक्सेन्ज, CDS and Clearing र कम्पनीको दैनिक गतिविधिमा साथ तथा सहयोग पुर्याउने श्री एभरेष्ट बैंक लि. तथा अन्य बैंक तथा वित्तिय संस्था, RTS NIMB Ace Capital र पत्रकार मित्रहरु प्रति पनि हार्दिक आभार प्रकट गर्दछौ ।

साथै कम्पनीका मेरुदण्डका रुपमा रहनु भएका हाम्रा मेहनतीकामदार तथा कर्मचारीहरु प्रति पनि सदैव भै हार्दिक धन्यवाद प्रदान गर्दछौ ।

सञ्चालक समितिको तर्फबाट

श्री अरुण कुमार चौधरी

अध्यक्ष



नेपाल ल्यूब आयल लिमिटेडको

तेतिसौ वार्षिक साधारण सभाको सूचना

मिति २०८१।०५।२६ मा बसेको सञ्चालक समितिको ३७६ औं बैठकको निर्णय अनुसार यस कम्पनीको तेतिसौं वार्षिक साधारण सभा निम्नलिखित मिति, समय, र स्थानमा देहायका विषयहरू उपर छलफल गर्न बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरूको उपस्थितिका लागि अनुरोध गरिएको छ ।

१. सभा हुने मिति, समय र स्थान:

मिति : २०८१ साल आश्विन १८ गते शुक्रवार (०४ अक्टोबर, २०२४)

समय : बिहान ११:३० बजे

स्थान : याक प्यालेस, पुल्चोक, ललितपुर

२. छलफलका विषय सूची :

क) आ.ब. २०८०।८१ को सञ्चालक समितिको प्रतिवेदन माथि छलफल गरी पारित गर्ने ।

ख) आ.ब. २०८०।८१ को लेखा परीक्षकको प्रतिवेदन, २०८१ आसार मसान्तको वासलात र आ.ब. २०८०।८१ को आय विवरण र सोही अवधिको नगद प्रवाह विवरण छलफल गरी स्वीकृत गर्ने ।

ग) सञ्चालक समितिको ३७६ औं बैठकले सिफारिस गरे बमोजिम २०% बोनस शेयर तथा ५% नगद लाभांश वितरणको निमित्त स्वीकृत गर्ने । साथै प्रस्तावित बोनस शेयर बराबरको चुक्ता पूँजी वृद्धि गर्ने ।

घ) आ.ब. २०८१।८२ को कारोबारको हिसाब लेखा परीक्षण गर्नका निमित्त लेखा परिक्षक नियुक्ति तथा निजको पारिश्रमिक निर्धारण गर्ने । लेखा परिक्षकमा ए.आई.एसोसिएट्स, प्रमाश एण्ड एसोसिएट्स, पि.के.पि.एसोसिएट्स को प्रस्ताव आएको र सबैको प्रस्तावित पारिश्रमिक ICAN ले निर्धारण गरे बमोजिमको रहेको छ ।

ङ) विविध ।

२.१.१ विशेष प्रस्ताव

क) कम्पनीको साधारण शेयरहरू प्रचलित ऐन नियम बमोजिम प्रिमियम मूल्यमा थप सार्वजनिक निष्कासन (Further Public Issue) गर्ने सम्बन्धमा ।

ख) कम्पनीको साधारण शेयर प्रिमियम मूल्यमा थप सार्वजनिक निष्कासन (Further Public Issue) पश्चात् प्राप्त पुँजीको उपयोग सम्बन्धमा ।

ग) माथिको प्रस्तावहरू स्वीकृत पश्चात सोहिको निमित्त कम्पनीको अधिकृत, जारी तथा चुक्ता पुँजी वृद्धि गर्न प्रबन्धपत्र संशोधन गर्ने ।



- घ) कम्पनीका सञ्चालक समिति सदस्य श्री करण कुमार चौधरीलाई कम्पनीको प्रबन्ध सञ्चालक तथा प्रमुख कार्यकारी अधिकृत (MD & CEO) मा नियुक्त गरीएकोले सो र निजको सर- सुविधा निर्धारण गर्नका लागि साधारण सभामा अनुमोदनको निमित्त प्रस्ताव पेश गर्ने ।
- ङ) अधिकृत पुँजी, जारी पुँजी तथा चुक्ता पुँजी वृद्धी गर्ने, कम्पनीको साधारण शेयरहरु प्रिमियम मूल्यमा थप सार्वजनिक निष्कासन गर्नको निमित्त र अन्य सवै कार्यको निमित्त कम्पनीको प्रबन्धपत्र तथा नियमावलीमा आवश्यक संशोधन गर्न विवरणहरु तयार गरी श्री कम्पनी रजिष्ट्रारको कार्यालय तथा अन्य आवश्यक नियमन संस्थाहरुमा पेश गर्न तथा आवश्यक अन्य कार्य गर्न गराउन आवश्यकता अनुसार अन्य कोही कसै लाई नियुक्ती गर्न वा कसैलाई अस्थित्यारी प्रदान गर्न संचालक समितिलाई पूर्ण रुपमा अस्थित्यारी प्रदान गर्ने ।
- च) विविध ।

सञ्चालक समितिको आज्ञाले

कम्पनी सचिव

साधारण सभा हुने सम्बन्धमा सामान्य जानकारी

१. प्रतिनिधि (प्रोक्सी) नियुक्त गरिएकोमा सो प्रतिनिधिपत्र कम्पनीको कर्पोरेट कार्यालय, साकेत भवन, त्रिपुरेश्वर, काठमाण्डौंमा सभा सुरु हुनुभन्दा कम्तीमा ७२ घण्टा अगाडि दर्ता गरी सक्नु पर्नेछ । शेयरवालाको नाम शेयर संख्या र दस्तखत नमिलेको प्रतिनिधिपत्र रद्द हुन्छ ।
२. उपस्थित गणपुरक संख्या सभा संचालनको निमित्त निर्दिष्ट संख्या अनुसार पर्याप्त भएमा मात्र सभा संचालन हुने छ ।
३. साधारण सभा प्रयोजनका लागि कम्पनीको शेयर दाखिल खातिजको काम मिति २०८१।०६।०४ देखि २०८१।०६।१८ सम्म बन्द रहने छ ।
४. साधारण सभाको सूचना र आर्थिक विवरण शेयरधनीको दर्ता किताबमा कायम रहेको ठेगानामा पठाइने छ ।
५. साधारण सभा सम्बन्धी अन्य कुराहरुको जानकारी आवश्यक भएमा कम्पनीको कर्पोरेट कार्यालय, साकेत भवन, त्रिपुरेश्वरमा, कार्यालय समयमा सम्पर्क राखी लिन सकिने छ ।



प्रोक्सी फारम

श्री सञ्चालक समिति
नेपाल ल्यूब आयल लिमिटेड
त्रिपुरेश्वर, काठमाण्डौ

विषय : प्रतिनिधि नियुक्त गरेको बारे ।

महाशय,

..... जिल्ला म.न.पा./उ.न.पा./न.पा./जा.पा. वडा नं.
..... बस्ने म र हामी ले त्यस कम्पनीको सेयरधनीको हैसियतले २०८१
साल आश्विन १८ गते हुने साधारण सभामा स्वयम् उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने
भएकोले उक्त सभामा भाग लिन तथा मतदान गर्नको लागि जिल्ला
म.न.पा./उ.न.पा./न.पा./जा.पा. वडा नं. बस्ने त्यस कम्पनीको सेयरवाला श्री सेयर
प्रमाण पत्र नं. लाई मेरो र हाम्रो प्रतिनिधि मनोनित गरी पठाएको छु र छौं ।

निवेदकको दस्तखत

नाम.....

ठेगाना.....

सेयर प्रमाण पत्र नं.

सेयर संख्या



नेपाल ल्यूव आयल लिमिटेड

भक्तिसखेल, ललितपुर

प्रवेश पत्र

सेयरधनीको नाम..... सेयर प्रमाणपत्र नं.....
..... सेयर संख्या.....

सेयरधनीको सहि :

नेपाल ल्यूव आयल लि.को २०८१।०६।१८ मा हुने तेत्तिशौं वार्षिक साधारण सभामा उपस्थितिका लागि जारी गरिएको प्रवेश पत्र ।

.....

कम्पनी सचिव

(समाकक्षमा प्रवेश गर्दा यो प्रवेश पत्र अनिवार्य रूपमा पेश गर्नु पर्ने छ ।)



नेपाल ल्यूब आयल लिमिटेडको मिति २०८१ साल आश्विन १८ गते

बोलाइएको तेतिसौं वार्षिक साधारण सभामा सञ्चालक

समितिको तर्फबाट अध्यक्ष श्री अरुण कुमार

चौधरीज्यूद्धारा प्रस्तुत आ.व.२०८०/८१ को

वार्षिक हिसाब र प्रतिवेदन

शेयरधनी महानुभावहरु,

नेपाल ल्यूब आयल लि. को यस तेतिसौं वार्षिक साधारण सभामा सहभागी हुनु भएका सम्पूर्ण शेयरधनी महानुभावहरुमा कम्पनीको सञ्चालक समिति, कम्पनी परिवार र मेरो व्यक्तिगत तर्फबाट समेत म यहाँहरुलाई हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु ।

कम्पनीले चार दशकको यात्रा पार गर्दै अगाडि बढिरहेको अवस्थामा पनि सदैव उत्कृष्ट कार्यसम्पादन, सही दिशानिर्देश तथा रणनीतिको साथ अगाडि बढिरहेकोले कम्पनी आफ्ना प्रतिस्पर्धिहरुको माझमा आफ्नो स्थान निरन्तर रुपमा सुदृढ गर्दै आफूलाई एउटा सफल एवं विश्वसनीय संस्थाको रुपमा स्थापित गराउन सफल हुँदै आएको छ । व्यवसायिक रणनीति एवं नयाँ कार्य योजनाहरु कार्यान्वयन गर्दै हामी यस कम्पनीलाई अझ सुदृढ बनाई अग्र पंक्तिमा पुऱ्याउन प्रयत्नरत रहने छौ । यसका लागि कम्पनीको स्थापनाकालदेखि नै प्रत्येक गतिविधिलाई नजिकबाट नियालिरहनु भएका यहाँहरुबाट समय समयमा प्राप्त भईरहने सूझाव र सकारात्मक समालोचनाहरुको निमित्त हामी सदैव कृतज्ञ छौ ।

गतवर्ष यहि गरिमामय सभामा हामीले देशको विद्यमान बजार परिस्थितीका कारण लिएको लक्ष्यको कहिकतै पूजन नसकेको विवरण प्रस्तुत गर्दा पनि यहाँहरुले आफ्नो मन्तव्यमा जसरी म लगायत हामी सञ्चालक समितीका सदस्यहरु र व्यवस्थापन प्रति विश्वास र आशा देखाउनु भएको थियो त्यो क्षण हाम्रो निमित्त सदैव एउटा सकारात्मक उर्जा श्रोतको रुपमा रहने छ । यसले हामीलाई आफ्नो कर्तव्य पालनामा थप हौसला प्रदान गर्नुको साथै यहाहरुको सोचअनुरूप कम्पनीलाई प्रत्येक पल अघि बढाउने थप दायित्व पनि सँगै आएको छ ।

यहाँहरुको हौसलाले नै हो यस समिक्षा वर्षमा हामीले लिएको लक्ष्यको ९४% अर्थात ३२०१ के.एल. विक्रि गर्न समर्थ भयौ । यो विक्री परिमाण अघिल्लो वर्षको तुलनामा ३३% ले बढि हो । समिक्षावर्षमा लूब्रिकेन्ट्स बजार को वृद्धि अघिल्लो आ.ब.को तुलनामा २९% को हाराहरीमा भएको अवस्थामा हाम्रो ३३% को वृद्धिलाई पक्कै पनि उपलब्धमूलक रुपमा हामीले लिनै पर्दछ ।

अझ यस वर्षको खूद नाफा तर्फ हेर्ने हो भने हामीले लिएको लक्ष्य भन्दा बढी हासिल गर्न सफल भएका छौ । यस वर्षको नाफा गतवर्षको तुलनामा १० गुणाले वृद्धि भएको यहाँहरु समक्ष जानकारी दिन पाउँदा मैले आफूलाई निकै गौरवान्वित महसूस गरेको छु । अर्थतन्त्र पुनरुत्थानको अपेक्षा गरिएता पनि रुस-यूक्रेन युद्ध, पेट्रोलियम पदार्थको मुल्यको उतारचढाव लगायतका कारण विश्व अर्थतन्त्रनै प्रभावित हुन पुगेको अवस्था छ । नेपालको सन्दर्भमा भन्ने हो भने थप बढ्दो व्यापार घाटा, अमेरिकी डलरको मूल्यमा भएको वृद्धि, समग्र वस्तु तथा सेवाको मागमा आएको कमी लगायतका कारण अपेक्षाकृत गतिमा आर्थिक वृद्धि हुन नसकी व्यापार व्यवसायनै



थप चूनौतीपूर्ण हुंदै जाईरहेको र दैनिक रुपमा सूनिरहनू पर्ने व्यापार व्यवसायको नैराश्यताको समाचारका विच हामीले हाम्रो उत्पादन र कारोवार गर्ने बस्तुको व्यापारलाई पुनः उचाईतर्फ लान सफल भएका छौ । यसको निमित्त पुनः म मेरा सञ्चालक साथीहरु, शेयरधनि महानुभावहरु, व्यवस्थापन तथा कामदार कर्मचारी साथीहरु तथा आआफ्नो क्षेत्रबाट मद्दत गर्ने हाम्रा सहयोगी हातहरु सबैलाई म हार्दिक धन्यवाद ठग्न्याउदछु ।

यहाँहरुलाई अवगतनै छ गतवर्ष प्राईभेट कार र साना कमर्शियल सवारीसाधन तर्फको आयात हेर्ने हो भने विद्युतिय सवारीसाधनको आयात अनुपात इन्धन खपत गर्ने सवारीसाधनको तूलनामा धेरै बढी रहेको छ । त्यस्तै ट्र्याक्टर र ट्राला हेमि इक्विपमेन्टको कारोवार तथा उपयोग पनि सिमित भईरहेको अवस्था छ । यस्तो परिस्थितीमा हामीले नयाँ नयाँ बजार क्षेत्रहरु पहिचान गर्दै अगाडि बढिरहेका छौ । भविष्यमा नेपालमा विभिन्न निर्माण उद्योग तथा आयोजनाहरु बढ्दै जाने सम्भावना देखिएको छ । यस वर्ष त्यसैले हामीले हाम्रो रणनीति परिवर्तन गरि विभिन्न आयोजना र निर्माण उद्योगहरु तर्फ बजार विस्तार गरेका छौ । आउने समय नेपालमा विद्युतिय आयोजनाहरु पनि हाम्रो निमित्त ठूलो बजार क्षेत्र बन्ने सम्भावना रहेको छ । यस वर्ष हाम्रो कूल विक्रीको लगभग ४३% विक्री यस्तै उद्योग तर्फ रहेको छ र हाम्रा वितरक पार्टनरहरु तर्फको विक्री ५७% रहेको तथ्यले पनि हाम्रो रणनीति सटिक रहन पुगेको देखाउदछ । साथ साथै हामीले आउने दिनमा वितरक पार्टनरहरु तर्फको विक्रीको समस्याको पहिचान गर्दै नयाँ योजनाहरु ल्याई यस तर्फको विक्री बढाउन ध्यान दिन जरुरी रहेको पनि औल्याएको छ ।

नेपालमा हाल धेरै बिद्युतिय परियोजनाहरु निर्माणाधिन अवस्थामा रहेका र अधिल्ला बर्षहरुको अनुपातमा सञ्चालनमा समेत वृद्धि भईरहेको अवस्थामा यस क्षेत्र तर्फ खपत हुने ट्रान्सफर्मर आयल बनाउने औद्योगिक मेशिनको अत्यन्त जरुरी देखिएकोले सञ्चालक समितीले यस मेशिनलाई तुरन्त जडान गर्न बजेट स्विकृत गरि हाम्रो कारखानामा जडान समेत भईसकेको छ । यसले आउने दिनमा ट्रान्सफर्मर आयल विक्री तर्फ प्रतिस्पर्धि माझ हाम्रो क्षेत्र विस्तार उल्लेख्य रुपमा अघि रहने हामीले अपेक्षा राखेका छौ । त्यस्तै कम्पनीको सोच आउने दिनमा बजारमा माग हुने विभिन्न उच्चस्तरिय ग्राजहरु उत्पादन गर्ने मेशिन तथा उपकरणहरु पनि जडान गर्ने रहेको छ, तर यो तुरन्त कार्यान्वयन गर्ने योजना होइन यसको सम्भाव्यता अध्ययनको निमित्त पर्याप्त समय दिईनेछ ।

GULF Lubricants को निर्देशिका अनुरूप विश्वबजारमा विभिन्न खालका पुराना मेशिन तथा उपकरणहरुमा उपयोग हुने धेरै अगाडिका फर्मूलेशनहरु भएका लुब्रिकेन्ट्सहरु आफ्नो क्षेत्रबाट हटाईरहेको छ । नेपालमा भने फरक अवस्था रहेको र हालपनि धेरै पुराना मेशिन, सवारी साधन र उपकरणहरु प्रयोगमा रहेको छ । यसको बजार पनि राम्रै रहेको अवस्थामा उक्त क्षेत्रतर्फ पनि पहुँच नघटने र GULF Lubricants को पनि निर्देशिका पालना कायम रहने गरि GULF Lubricants को सहमतीमा कार्य अगाडि बढाईएको छ । यसले सबै बजारक्षेत्रमा आफ्नो उत्पादनको हिस्सा कायम राख्न र Brand Visiibility मा महत्वपूर्ण योगदान दिनेछ । त्यस्तै हाम्रा वितरक पार्टनरहरुले पनि उच्चस्तरिय सामानको बजार देखि साना फूटकर क्षेत्रतर्फको सामान पनि बजारमा पुर्याउन सक्ने हिसावले बजारको निमित्त Full Range of Product दिन समर्थ राख्ने एकमात्र कम्पनीको रुपमा आफ्नो छवि कायम राख्नेछ । यसले प्रतिस्पर्धिलाई हामीले हिस्सा लिएको बजारमा छिर्न अर्थात Penitrate गर्ने मौकै दिदैन ।

यस वर्ष हामीले लिएको र कार्यान्वयन गरिएको अर्को महत्वपूर्ण निर्णय भनेको विक्री गर्ने सबै बस्तुहरु मध्ये धेरै भन्दा धेरै प्रकारका बस्तुको उत्पादन आफ्नै कारखानामा गर्नु हो । गत वर्ष सम्म पनि हाम्रो सम्पूर्ण विक्रीको ४५% हिस्सा आयातीत बस्तुको रहेको अवस्थामा आउने वर्ष यसलाई घटाएर २०% मा ल्याउने छौ ।



अर्थात ८०% बस्तू आफ्नै कारखानामा उत्पादन गर्ने लक्ष्य रहेको छ । यसले कम्पनीको Plant तथा कामदार र कर्मचारीहरुको पूर्ण उपयोग भई उत्पादन लागत घटाउन मद्दत पुग्नेछ र यहि उत्पादन गर्न सकिएको अवस्थामा बजारमा प्रतिस्पर्धि मूल्यमा बस्तू विक्री वितरण गर्न र नयाँ रणनितिहरुको सुरुवात गर्न मद्दत गर्नेछ ।

हामी प्रत्येक पल आफूबाट कारोवार हुने वस्तूको गुणस्तर प्रति अत्यन्त सचेत छौ र यसमा किनचित मात्रामा पनि सम्झौता गरिदैन र गर्ने छैनौ । यस तर्फ Gulf Oil International को निर्देशिका पनि पालना गर्ने पर्ने जरुरी छ र यसैलाई मध्यनजर गर्दै यस वर्ष हामीले हाम्रो प्रयोगशालामा GULF Oil International ले अनिवार्य गरेका २ वटा नयाँ उपकरणहरु जडान गर्दै छौ । यसले हामीबाट उत्पादित बस्तूहरुको गुणस्तर मापनमा अझ सटिक प्रतिफल प्राप्त हुने छ । साथै हाम्रो प्रयोगशालाको विश्वसनियता पनि बढ्ने छ ।

माथिका यहि योजनाहरु अंगाल्दै यस वर्ष अर्थात आ.ब.२०८१।८२ मा हामीले ३९२१ के.एल. विक्री गर्ने लक्ष्य लिएका छौ । यो समिक्षा वर्षको हाम्रो विक्रीको तूलनामा २२.५०% ले बृद्धि हो । यस ३९२१ के.एल.विक्रीबाट ५ करोड ९० लाख खूद नाफा हुने अपेक्षा राखेका छौ । आउने दिनमा बजारमा केहि सूधार हुने अपेक्षा र हाम्रो माथिका योजनाहरुको कार्यन्वयनबाट उक्त लक्ष्य हासिल गर्न हामी सवै आ-आफ्नो क्षेत्रबाट कटिबद्ध छौ ।

कम्पनीले अहिले गरिरहेको लूब्रिकेन्ड्सको व्यापार व्यवसाय अन्य प्रतिस्पर्धिको तूलनामा राम्रै गरिरहेको छ र आउने दिनमा पनि यसरी नै अघि बढाउँदै लाने तर्फ हामी सवै सजग रहेको यहाँहरुलाई विश्वास दिलाउन चाहान्छु । हाल नेपालमा लूब्रिकेन्ड्सको उत्पादन गर्ने उद्योगहरुको संख्याले १५ पुगिसकेको र यहि वर्ष थप २ ठूला प्रतिस्पर्धि ब्राण्डहरुको उत्पादन सुरु हुन गईरहेको अवस्थामा प्रतिस्पर्धा धेरै जटिल, अमर्यादित र अस्वस्थ बन्ने निश्चित प्राय छ । यस अवस्थामा हामीले हाम्रो कारखानालाई थप समयानुकूल Latest Technology मा रुपान्तरण गर्न जरुरी छ र यसको निमित्त पुंजी आवश्यक देखिन्छ । त्यस्तै कम्पनीको Equity धेरै कम रहेको र सम्पूर्ण व्यापार Bank Guarantee मा हुने र व्यवसायको निमित्त Stock पनि आवश्यक रहने परिस्थितीमा सम्पूर्ण बैंक ऋणले पनि कूनै समय अपूग रहने अवस्था छ । त्यस्तै कम्पनीको एउटा ठूलो खर्च बैंकलाई ब्याजमा पनि गईरहेको छ । त्यसैले बैंकको ब्याज खर्च घटाउन र कारखानालाई पनि Latest Technology मा परिवर्तन गर्न र विभिन्न अन्य उपयुक्त क्षेत्रमा व्यापार व्यवसायको निमित्त लगानी विस्तार गर्न थप पुंजीको आवश्यकतालाई सवैले स्विकार गर्दै सञ्चालक समितीको निर्णयबाट पुंजी बढाउने माध्यमको निमित्त निस्कर्ष दिन तिन सदस्यिक समिती को गठन गरिएको थियो । सोहि समितीको विभिन्न मितिहरुमा बसेको बैठकहरुमा अध्ययन भई समितीबाट सिफारिस भए बमोजिम सञ्चालक समितीको निर्णयले पुंजी वृद्धिको निमित्त विभिन्न प्रावधान सहित FPO गर्ने प्रस्ताव याँहाहरुले स्विकृत गर्नु हुने आशा सहित यसै गरिमा मय सभामा पेश गरेका छौ ।

बदलिदो बजार स्थिती र विश्व व्यापी चुनौतीलाई अंगाल्दै कम्पनीलाई प्रगती पथ तर्फ अग्रसर गराउन अर्थात कम्पनीलाई नयाँ अध्याय तर्फ पुर्‍याउन आवश्यक देखिएकोले हालको कम्पनीको संचालक समितीको वर्तमान संरचनात्मक परिवर्तन गरी हालका कार्यकारी संचालक श्री करण कुमार चौधरीलाई प्रबन्ध संचालक तथा प्रमुख कार्यकारी अधिकृत (MD & CEO) को रुपमा कम्पनीको संचालन अधिकार प्रदान गर्ने गरी संचालक समितीको बैठकबाट नियुक्तिको निर्णय गरिएको छ । उक्त नियुक्ती र निजको सर सुविधाको निमित्त यस गरि मा मय सभामा अनुमोदनको निमित्त प्रस्ताव पेश गरेका छौ । आशा छ यहाँहरुले उक्त प्रस्तावलाई सहर्स स्विकृत गरिदिनुहुने छ ।

यस वर्ष हामीले Gulf Oil International को सहकार्यमा हाम्रा सम्पूर्ण विक्री विभागाका कर्मचारी, Quality Controller, Plant In-charge / Marketing & Branding कर्मचारीहरुको निमित्त पूर्ण परिक्षा सहितकै



तालिमको व्यवस्था गरेका छौ । यसले हाम्रा कर्मचारीहरुको उत्पादकत्वमा वृद्धि हुने र निजहरु स्वयंको पनि वृतिविकासको निमित्त सहयोग पुग्ने आशा लिएका छौ । यसका साथ साथै Physical रुपमै पनि हाम्रा बजार मा जाने पहिलो पङ्क्तिका व्यक्ति अर्थात वितरक पार्टनरका कर्मचारीहरुको निमित्त पनि तालिम व्यवस्था गरेका छौ । यसले बजारमा निरन्तर परिवर्तन भईरहने नयाँ Technology को बारेमा कर्मचारीहरुमा ज्ञान अभिवृद्धी भई विक्री बढाउन र कहि कतै कुनै गुनासाहरु भए त्यसलाई तुरुन्त समाधान गर्ने ज्ञान प्रदान गर्नेछ । त्यस्तै कामदार कर्मचारीहरुलाई कार्यगर्न प्रोत्साहनको निमित्त विभिन्न नयाँ विदा र विभिन्न चाडपर्व लगायत विशेष दिनमा कार्यस्थलमै मनोरञ्जनात्मक, ज्ञानमूलक र रोचक कार्यक्रमहरु गर्ने र केहि कार्यक्रममा कामदार कर्मचारीहरुका छोरा छोरीहरुलाई समेत सामेल गर्ने योजना अगाडि बढाइएका छौ । त्यस्तै समायानुकूल हामीले दैनिक भ्रमण भतामा केहि वृद्धि समेत गरेका छौ ।

समिक्षा वर्षमा कम्पनीले विक्री कारोवार बढाउन विभिन्न किसिमका Brand Building का क्रियाकलापहरुलाई निरन्तरता दिएका थियौ र यस वर्ष पनि त्यसलाई निरन्तरता दिईरहेका छौ । यस वर्ष अझ नयाँ किसिमका र अहिले सम्म नगरिएका कार्यहरु विक्री प्रबर्द्धन तर्फ गर्ने सोच राखि नयाँ नयाँ कार्यक्रमहरु ल्याएका छौ । यस्ता सम्पूर्ण कार्यहरुको छोटकरी विवरण यसै प्रतिवेदनमा पेश गरेका छौ । त्यस्तै गतवर्ष सम्पन्न गरिएका र यस वर्ष गरिने कार्यको विवरणहरु पनि यसै प्रतिवेदनमा उल्लेख गरेका छौ । त्यस्तै यस वर्ष विभिन्न ३ नयाँ क्षेत्रमा जनशक्तिको आवश्यकता देखिएकोले कर्मचारीहरु नियुक्ती गर्ने छौ ।

सेयरधनी महानुभावहरु,

यस वर्ष कम्पनीको नाफाबाट सञ्चालक समितीको निर्णयले २०% बोनस शेयर र ५ % नगद लाभासं वितरणको प्रस्ताव गरिएको छ । आशा छ यहाँहरुले उक्त प्रस्तावलाई सहृदयले स्विकार गरि स्विकृत गरिदिनु हुनेछ । त्यस्तै कम्पनी ऐन बमोजिम पेश गर्न पर्ने सबै विवरणहरु यस प्रतिवेदनमा पेश भएको छ । यसका साथै सञ्चालक समितीको तर्फबाट आजको यस सभामा पेश भएका सबै प्रस्तावहरु सर्वसम्मत रुपमा स्विकृत गरि पारित गरि दिनुहुने छ भन्ने आशा लिएको छु ।



(क) विगत वर्षको कारोबारको सिंहावलोकन :

विगत पांच वर्षको तुलनात्मक वित्तीय स्थिति निम्नानुसार रहेको छ ।

सि.नं.	विवरण एवं आर्थिक वर्ष	आ.ब.२०७६।०७७	आ.ब.२०७७।०७८	आ.ब.२०७८।०७९	आ.ब.२०७९।०८०	आ.ब.२०८०।०८१
१	विक्री परिमाण (किलो लिटर)	२,०८६	२,२२०	३,४०२	२,४०६	३,२०१
२	विक्री मूल्य	६७,३३,३४,४२७	९६,०६,७२,५८४	१,२४,५१,८७,००२	९२,६६०,८३५	१,१८५,५७८,०९६
३	सम्पूर्ण खर्चहरू	६५,९०,८९,१७६	९१,८८,८५,००८	१,१९,७२,५०,१७८	९२,०९,१४,७९१	१,१२,१३,५४,१८७
४	कर तथा अन्य प्रावधान अधिको नाफा	१,४२,४५,२५१	४,१७,८६,६७६	४,७९,३६,८२४	५७,४६,०४४	५,७२,२३,५०२
५	सामाजिक उत्तरदायित्व खर्च प्रावधान	१२४,४७८	३७९,८७९	४३५,७८९	५३,८५२	५७८,०१५
६	कर्मचारी बोनस खर्च प्रावधान	१७,९७,४७६	३७,९८,७८९	४३,५७,८९३	६०४,३३९	६४,२२,३९१
७	कर प्रावधान	३६,२६,१८८	६८,६६,३२१	९८,५०,१४१	२९,६९,४१८	९५,३०,४०७
८	स्थगन कर नाफा र (नोक्सान)	८६,९७,१०९	३,०७,४१,६८७	१७,४५,०८४	३३,१०,३५३	(१८,८७,७०१)
९	स्थगन कर नाफा र (नोक्सान) दायित्व	११,२८,८२८	२,५२,०५,७५२	१७,४५,०८४	५४,२८,७८८	४,५८,०५,३९४
१०	अन्य वृहत्तर नाफा र (नोक्सान)	९,६१,८६,४८९	(२१५,१३२)	-	(१२,७९,२३९)	३६०,१२८
११	जम्मा वृहत्तर नाफा र (नोक्सान)	१०,६०,१२,४२६	५,५७,३२,३०७	३,५०,३८,०८५	४१,४९,५४९	४,६१,६५,३२३

(ख) राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सोको असरको विवरण :

निरन्तर रुपमा कच्चा पदार्थ अर्थात Base Oil को अन्तराष्ट्रिय बजारमा मईरहने मूल्य परिवर्तन र हाल Shipping line हरुको भाडादरमा समेत निरन्तर वृद्धि र समयमा Vessels हरुको उपलब्धता नहुनाले समेत धेरै असर पुग्न गएको छ ।

कम्पनीको कारोवारलाई असर गर्ने अर्को मुख्य विषय भनेको कूनै ठोस निति नियम र गुणस्तर मापन विना विभिन्न किसिमका लूब्रिकेन्ट्स आयात हुनु हो । लूब्रिकेन्ट्सको गुणस्तरको सम्बन्धमा नियमनाकारी संस्था अर्थात नेपाल सरकारको कूनै किसिमको नियन्त्रण छैन । यस समिक्षा वर्षमा मात्र ९०० भन्दा बढि निकायले लूब्रिकेन्ट्स जन्म पदार्थ आयात गरेको विवरणले पनि लूब्रिकेन्ट्सको व्यापार अनियन्त्रित रहेको दर्शाउँदछ ।

अर्को असर भनेको नेपालमा देखिएको Electric Vehicle को बढ्दो माग र प्रचलन पनि हो अहिले त साना कर्मशियल सवारीसाधन तर्फपनि यसको बजार हिस्सा बढदै गईरहेको छ ।



(ग) प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धि र भविष्यका सम्बन्धमा सञ्चालक समितिको धारणा :

चालु आ.व. २०८१।८२ मा ३९२१ के.एल. विक्री गरी सञ्चालन मुनाफा रु. ५ करोड ९० लाख हुने लक्ष्य राखी कारोबार सञ्चालन भई रहेकोमा २०८१ श्रावणको पहिलो महिना २२० के.एल. लुब्रिकेन्ड्स विक्री वितरण भईसकेको छ ।

यस सम्बन्धमा अझ विस्तृत विवरण यहाँ प्रस्तुत गरिएको छ :

आर्थिक वर्ष २०८१।८२ मा लक्षित कार्यक्रमहरुको स्थिती :

कम्पनीले आ.व. २०८०।८१ मा आफ्नो लक्ष्य हासिल गर्ने कटिबद्धताका साथ पहिलै देखि निरन्तर रुपमा गर्दै आएको कार्यलाई निरन्तरता दिदै नयाँ कार्यक्रमहरु कार्यान्वयनमा ल्याएको थियो सो कार्यक्रमहरुको स्थिती सम्बन्धमा यहा प्रस्ट पारिएको छ ।

१. लक्षित उपभोक्ता वर्ग अर्थात Project Sales लाई नितान्त फरक विभाग कायम गरि यस वर्गको विक्री परिमाण बढाउने लक्ष्य लिईएकोमा यसवर्ष नितान्त फरक विभाग कायम गरि विक्री कार्य अघि बढाएको मा यो वर्गमा लिईएको लक्ष्यको २३५% विक्री परिमाण हासिल गर्न सफल भएकोबाट पनि हाम्रो यो रणनीति सफल र परिणाममूर्खी भएको छ ।
२. यस वर्ष कम्पनीले आफ्ना वास्तविक उपभोक्ताकर्ता एवं Major Influencer अर्थात मेकानिक्सहरुको विवरण ज्ञात गर्न र सोको अभिलेख राख्दै निजहरुलाई थप प्रोत्साहन गर्न तथा कम उपयोग गर्ने मेकानिक्सलाई किटान गरि निजहरुलाई बढी भन्दा बढी उपयोग गराउनको निमित्त e-sewa कम्पनीसंग मेकानिक्स coupon सट्टा गर्ने system को निमित्त सहकार्य गर्ने मुख्य लक्ष्यलाई बढावा गर्दै अझ सवै वस्तु संग आबद्ध गरियो ।
३. यस वर्ष विभिन्न कारणहरुले कारोवार गर्न नसकिरहेका ६ वटा वितरक पार्टनरहरुलाई आपसी सहमतीबाट सहकार्य समाप्त गरि सो ठाउँमा नयाँ वितरक पार्टनरहरु नियुक्त गरियो । त्यस्तै नयाँ थप २ ठाउँमा वितरक पार्टनरहरु पनि हामी संग सहकार्यको निमित्त जोड्न सकेका छौ । यसरी थप ८ नयाँ वितरक पार्टनरहरु कम्पनी संग आबद्ध हुनुभएको छ र यि नयाँ ८ वितरक पार्टनरहरु मध्ये ७ ले कम्पनीले प्रदान गरेको विक्री लक्ष्य हासिल गर्न सफल भएको परिणामले पनि हाम्रो यो योजना सफल ठहरिएको छ ।
४. DVR system हेर्ने १ नयाँ कर्मचारी र विक्री कर्मचारी विदेश प्रस्थान पश्चात रिक्तरहेको १ स्थानमा नयाँ नियुक्ती गरिएको छ ।
५. वितरकहरुका कर्मचारीहरुका साथ साथै कम्पनीका कर्मचारी तथा कामदारहरुलाई लाई यस पटक पनि आकर्षक तथा व्यावहारिक प्रोत्साहन भत्तालाई निरन्तरता दिइएको छ ।
६. GULF International संगको सहकार्यमा कामदार तथा कर्मचारीहरुलाई देशका विभिन्न ठाउँहरुमा तालिम प्रदान गरिएको छ ।



७. यस वर्ष कम्पनीले बजारबाट माग भई आएका नयाँ बस्तुहरू कूनै पनि नयाँ प्याकसाईजमा विक्रिको निमित्त ल्याउन सक्ने क्षमता हासिल गरेकोले Customise उत्पादनहरू पनि बजारमा विक्री वितरण गर्न सफल भएका छौ ।
८. साथै, माथि उल्लेखित तथा अन्य कार्यहरू यसै पुस्तिकामा छुट्टै समावेश गरिएको छ ।

आर्थिक वर्ष २०८१/८२ मा लक्षित नयाँ कार्यक्रमहरू :

कम्पनीले आ.व. २०८१/८२ मा आफ्नो लक्ष्य हासिल गर्ने कटिबद्धताका साथ पहिलै देखि निरन्तर रुपमा गर्दै आएको कार्यलाई निरन्तरता दिदै निम्न नयाँ कार्यक्रमहरू कार्यान्वयनमा ल्याएको छ ।

१. गतवर्ष धेरै राम्रो प्रतिफल दिएको Project Sales विभाग तर्फ छुट्टै कर्मचारी नियुक्त गर्ने लक्ष्य लिइएको छ, यसले विक्रीतर्फ अझ राम्रो परिणाम ल्याउने आशा लिएका छौ ।
२. यस वर्ष कम्पनीले आफ्ना मुख्य उपयोगकर्ता र Influencer लाई लक्षित गर्दै Lubricants बजारमा नितान्त भिन्न किसिमको योजनाहरू ल्याएको छ । यसमा e-sewa कम्पनी लगायत अन्य घरायसी सामान विक्रेता कम्पनी, स्मार्टफोन कम्पनी र ठूँला पाङ्गे सवारीसाधन विक्रेता कम्पनी संग सहकार्य गरि मे कानिक्सहरूलाई प्राप्त हुने coupon सट्टा गर्न वा माथि उल्लेखित कम्पनीका सुरुम संग आवश्यक coupon हस्तान्तरण गरि विभिन्न सरसामानहरू प्राप्त गर्ने व्यवस्था मिलाएका छौ । यसले निजहरूले अहिले प्राप्त coupon को प्रति मूल्यको दांजोमा बढी मूल्य प्राप्त गर्ने योजना ल्याएका छौ ।
३. कारखानास्थलको प्रसासन भवनको माथि अफिस र मिडिङ्गल निर्माण गरिने छ, कारखाना भवनलाई upgrade गरिने छ । त्यस्तै कारखाना र प्रयोगशालामा आवश्यक विभिन्न मेशिनहरू जडान गर्ने योजना छ ।
४. Dealer Management software (DMS) and Warehouse Management Software (WMS) पूर्ण रुपमा संचालन गर्ने र यसको निमित्त सम्पूर्ण उत्पादित र विक्री गरिने वस्तुहरू QR base मा गई Mobile Apps मा रुपान्तरण गर्ने लक्ष्य लिएका छौ ।
५. यस वर्ष शहरोन्मुख वस्ती तथा ठाउँहरूमा Potential देखिएमा वितरक पार्टनरहरू नियुक्ती गर्दै अघि बढ्ने र हाल कायम रहेका वितरक पार्टनरहरूमध्ये पनि विभिन्न परिस्थितीले गर्दा निजहरूले सोचिएको प्रतिफल नदिई रहेकाहरूको वास्तविक सत्य तथ्य पहिचान गरि Course Correction गर्दै जाने सोच सहित १ जना कर्मचारी नियुक्त गर्ने लक्ष्य छ । यसले देशका विभिन्न स्थानहरूमा हामी आफ्नो पहिलो उपस्थिती दर्ज गराई विक्री बढाउन मद्दत पुग्ने छ भन्ने आशा लिएका छौ ।
६. त्यस्तै माथि भनिए भैं Project sales को निमित्त १, DMS system हेर्ने १, र DNM विभागको निमित्त १ गरि थप ३ नयाँ कर्मचारी नियुक्तीको लक्ष्य लिइएको छ ।
७. कम्पनीका कर्मचारी तथा कामदारहरूलाई लाई यस पटक पनि आकर्षक तथा व्यावहारिक प्रोत्साहन भत्तालाई निरन्तरता दिइएको छ ।



८. कम्पनीका कामदार कर्मचारीहरुको निमित्त यस वर्ष निजहरुको वृत्ति विकास, मानसिक विकास र उत्पादकत्व विक्रीको निमित्त धेरै तालिम तथा वर्कशपको आयोजना गर्ने लक्ष्य छ । त्यस्तै साप्ताहिक रुपमा खेल तथा मनोरन्जन, विभिन्न किसिमका नयाँ विदाहरु थप गरिएको छ । त्यस्तै पहिचान गरिएका विभिन्न चाडपर्व लगायत विशेष दिनलाई लक्ष्य गर्दै कार्यस्थलमै आफ्ना सहकर्मीहरुसंग मनाउने योजना बनाईएको छ । त्यस्तै आफ्ना छेराछेरीलाई सामेल गराउने सम्मका योजनाहरु लिईएको छ । आशा छ यसले निजहरुलाई कार्य गर्न थप प्रोत्साहन र रोचकता मिल्ने छ । त्यस्तै दैनिक भ्रमण भतामा पनि समयानुकूल केहि वृद्धि गरिएको छ ।
९. GULF International को Guideline लाई आत्मासात गर्दै धेरै पुरानो मेशिनहरुमा उपयोग हुने तल्लो ग्रेडका लुब्रिकेन्टहरु आफ्नो क्याटलगाबाट हटाएका छौं । यसले हामी नयाँ र समयानुकूल तकनिकसंग आत्मासात गर्दै अघि बढेको र यसको निमित्त हामी पूर्ण रुपमा सक्षम रहेको बजारमा Message जाने छ ।
१०. यस वर्ष कम्पनीले नयाँ र राम्रो Retailer Scheme बजारमा ल्याएको छ र यो बजारले खुशिसाथ अंगाल्ने हाम्रो विश्वास छ ।
११. यस वर्षको अर्को महत्वपूर्ण लक्ष्य भनेको कम्पनीको हाल विद्यमान रहेको उत्पादन क्षमताको पूर्ण उपयोग गर्दै थप आम्दानीको स्रोतको रुपमा Toll Blending को निमित्त बजार अध्ययन गरिरहेको छ र निकट भविष्यमै यसलाई मूर्तरुपदिने लक्ष्य लिएको छ ।
१२. त्यस्तै अर्को मुख्य लक्ष्य भनेको हाल देशमा विद्युतिय सवारीसाधनको प्रचलन र उपयोगमा भईरहेको वृद्धिलाई आत्मासात गर्दै विद्युतिय चार्जिङ्ग स्टेशन र उपकरणको विक्री व्यवसायको निमित्त पनि अध्ययन गरिरहेको छ । यसको निमित्त GULF Oil International पहिले देखिनै कार्य गरिरहेकोले सो को लाभ नेपालमा कम्पनीले कसरी लिन सकिन्छ भन्ने तर्फ अध्ययन भईरहेको छ ।
१३. हालका दिनहरुमा देशमा रहेको व्यापार व्यवसायको सूस्तताको अवस्थामा कम्पनीका वितरक पार्टनरहरुको व्यवसायमा पनि असर पर्न गएको छ, उनिहरु कम्पनीका विक्रीका आधार हुन र कम्पनीसंग धेरै वर्षदेखि आबद्ध छन, साथै जबसम्म उनिहरुको व्यवसायलाई Sustainable बनाउन सकिदैन तबसम्म कम्पनीको विक्री पनि वृद्धि हुने सम्भावना रहदैन । तसर्थ यसैलाई मध्यनजर गर्दै कम्पनीले वितरक पार्टनरहरुलाई केहि सकारात्मक सहयोग पूगोस भनि निजहरुले आफ्नो लक्ष्य पूरा गरे को खण्डमा पाउने टार्गेट बोनसमा वृद्धि गरेका छौ ।
१४. कम्पनीले गर्ने विक्रीको घरेलू उत्पादनको भार यस वर्ष ६५ बाट बढाएर ८० प्रतिशत पुर्याउने लक्ष्य लिएको छ । यसबाट तयारी सामान आयात गरि विक्री गर्ने भन्दा केहि बढी प्रतिफल हासिल गर्न सकिन्छ भने बजार मा पनि प्रतिस्पर्धाको निमित्त थप रणनिति अगाल्न सकिन्छ ।
१५. हालसम्म पनि ठूलो संख्यामा गर्न नसकिरहिइएको ब्याट्रिको व्यवसाय यस वर्ष GULF India को सहकार्यमा अझ विस्तृत रुपमा गर्ने योजना छ । हाल GULF india ले पनि तेश्रो मूलुक बाट आयात गरिरहेकोले केहि महंगो भईरहेको ब्याट्रि अब GULF India को भारत स्थित आफ्नै कारखानाबाट उत्पादन हुने र यसबाट लागत घटने देखिएको छ र यसबाट बजारमा प्रतिस्पर्धिमाअ हामी अझ राम्रो अवस्थामा उत्र्न सक्ने छौ भन्ने विश्वास छ ।



१६. यहि २०८१ श्रावणमा कम्पनी संग भएको सम्झौता बमोजिम GULF international बाट कारखानास्थल र कम्पनीको Process Audit र Internal Audit समाप्त भएको छ र यसबाट प्राप्त विभिन्न सूझाव अनुरूप केहिथप आवश्यक मेशिनहरु जडान गर्न स्थिर सम्पती थप गर्ने लक्ष्य लिएका छौ ।

१७. साथै, माथि उल्लेखित तथा अन्य कार्यहरु यसै पुस्तिकामा छुट्टै समावेश गरिएको छ ।

(घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध :

समीक्षा अवधिमा कम्पनीले आफ्ना ग्राहक, कर्मचारी तथा सम्पूर्ण सरोकारवालाहरूसंग असल व्यावसायिक सम्बन्ध कायम राखेको छ । समीक्षा वर्षमा थप ३ नयाँ OEM/Project जोडन सफल भएको र यो ठूलो परिमाणमा नभए पनि बजारमा आगामि दिनको निमित्त सकारात्मक सन्देश भने प्रदान गरेको छ । त्यस्तै गतवर्षको कम्पनीको विभिन्न औद्योगिक तथा व्यवसायिक कम्पनीहरु संगको विक्रि वृद्धिले पनि कम्पनीको औद्योगिक व्यावसायिक एवं समाजिक सम्बन्ध विस्तार भइरहेको छ भन्ने प्रमाणित गर्दछ र यसलाई आफ्नो हित प्रवर्द्धन र कारोबार विस्तारका लागि समेत उपयोग गरिएको छ ।

(ङ.) सञ्चालक समितिमा भएको हेरफेर र सोको कारण :

यस समीक्षा वर्षमा नेपाल आयल निगमको तर्फबाट प्रतिनिधित्व गर्ने सञ्चालकको रुपमा यस अधिका सञ्चालक श्री पूर्ण प्रसाद रिजालको स्थानमा सिए श्री नागेन्द्र साह सञ्चालकको रुपमा नियुक्त हुनु भएको छ । त्यस्तै खाद्य व्यवस्था तथा व्यापार कं.लि.का तर्फबाट प्रतिनिधित्व गर्ने सञ्चालकको रुपमा यस अधिका सञ्चालक श्री डिल्लीराज लम्सालको स्थानमा श्री रण बहादुर बूढाथोकी सञ्चालकको रुपमा नियुक्त हुनु भएको छ । सिए श्री नागेन्द्र साह कम्पनीको लेखा परिक्षण समितीको सदस्यको रुपमा समेत नियुक्त हुनुहुन्छ ।

(च) कारोबारलाई असर पार्ने मुख्य कुराहरु :

कम्पनीको कारोबारलाई असर पार्ने मुख्य कुराहरु निम्न बमोजिम रहेका छन् ।

- १) सीमित बजारभित्र प्रतिस्पर्धीहरुको संख्यामा हुने वृद्धी र निजहरुबाट बजारमा बेला बखत प्रदान गरिने प्रलोभनबाट सिर्जित युक्तिहिन प्रतिस्पर्धात्मक व्यवहार र यसबाट केहि समयको निमित्त भएपनि सम्भावित विक्री सम्बन्धि जोखिमहरु ।
- २) बजार भित्रको अस्वस्थ प्रतिस्पर्धाले कर्मचारी, डिष्ट्रिब्युटर, रिटेलर, मेकानिक्स र OEM लाई लामो समय सम्म आबद्ध गरिरहन कठिनाई ।
- ३) ठूलो मात्राको बजार क्षेत्र हुने अनियन्त्रित र सस्ता लूब्रिकेन्ट्स आयातकर्ताले अन्तराष्ट्रिय स्तरमा हुने कच्चा पदार्थको मूल्य वृद्धिलाई समायोजन गर्न नचाहने स्थितीको कारण उत्पन्न हुने परिस्थिती जसले मूल्यतया कम्पनीको नाफा नोक्सानमा प्रत्यक्ष असर पारिरहेको हुन्छ ।



(ख) लेखा परीक्षण प्रतिवेदनमा कुनै कौफियत भए सोउपर सञ्चालक समितिको धारणा :

आ.व.२०८०।८१ को लेखा परीक्षण प्रतिवेदनमा कम्पनीको सामान्य कारोबारको सिलसिलामा देखिएका सामान्य टिप्पणीबाहेक प्रतिकूल टिप्पणी छैन । लेखा परीक्षण प्रतिवेदनमा उल्लेखित सुझावहरू कार्यान्वयन गर्न व्यवस्थापन लाई निर्देशन दिई सकिएको छ ।

(ज) लाभान्श बाँडफाँड गर्न सिफारिस गरिएको रकम :

आ.व. २०८०।८१ को कारोबार मुनाफा तथा सञ्चित मुनाफाबाट चुक्ता पुँजीको २०% बोनस शेयर लाभान्श र ५ % नगद लाभान्श वितरण गर्ने प्रस्ताव गरेका छौं । आशा छ शेयरधनी महानुभावहरूले यसलाई सहर्ष स्वीकृत गर्नु हुनेछ ।

उपरोक्त विवरणका अतिरिक्त कम्पनी ऐन, २०६३ को दफा १०९ (४) सम्बन्धी दिनु पर्ने अन्य जानकारी यसै साथ संलग्न गरिएको छ ।

अन्त्यमा,

यस वर्ष पनि कम्पनीलाई भैं अग्र स्थानमा राख्न आ.आफ्नो क्षेत्रबाट योगदान पुर्याउनु हुने हाम्रा Retailer, Mechanics, OEM Partner, Projects, Industries, व्यवसायी, DSE, आम उपभोक्ता र अन्य सम्पूर्ण सूभेच्छकहरू प्रति हामी सदैव आभारी छौ ।

त्यसैगरी कम्पनीको शुरुवातदेखि नै कम्पनीको सघर्षको दिनहरूका प्रत्येक पलको साक्षि रहनु भएका र कम्पनीलाई सदैव महत्वपूर्ण र रचनात्मक मार्गदर्शन प्रदान गर्ने हाम्रा शेयरधनी महानुभावहरूलाई पनि हामी हार्दिक धन्यवाद ठग्न्याउँदै आगामि दिनहरूमा पनि यसरी नै निरन्तररूपमा सकारात्मक एवं रचनात्मक सहयोग पार्दैरहने छौ भन्ने आशा लिएका छौ । यहाँहरूले कम्पनी प्रति देखाउनु भएको सदभाव र हामी प्रति देखाउनु भएको विश्वासबाट अलिकतिपनि डगमगाउन दिने छैनौ ।

यस सञ्चालक समिती तथा कम्पनीलाई प्रत्यक्ष अप्रत्यक्ष रूपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकाय, श्री धीतोपत्र बोर्ड, श्री नेपाल स्टक एक्सेन्ज, CDS and Clearing र कम्पनीको दैनिक गतिविधिमा साथ तथा सहयोग पुर्याउने श्री एभरेष्ट बैंक लि. तथा अन्य बैंक तथा वित्तिय संस्था, RTS NIMB ace capital र पत्रकार मित्रहरू प्रति पनि हार्दिक आभार प्रकट गर्दछौ ।

साथै कम्पनीका मेरुदण्डका रूपमा रहनु भएका हाम्रा कर्त्यव्यनिष्ठ, मेहनती, रणनितिस र उर्जावान सम्पूर्ण कामदार तथा कर्मचारीहरूको परिश्रमको कदर गर्दै उहाँहरूसवैमा सदैव भैं हार्दिक धन्यवाद प्रदान गर्दछौ ।



सञ्चालक समितिको तर्फबाट

श्री अरुण कुमार चौधरी
अध्यक्ष

श्री बिजय बहादुर श्रेष्ठ
सञ्चालक

सि.ए. श्री नागेन्द्र शाह
सञ्चालक

श्रीमती शिला चौधरी
सञ्चालक

श्री निरञ्जन न्यौपाने
सञ्चालक

श्री अनिल बस्नेत
सञ्चालक

श्री रण बहादुर बुढाथोकी
सञ्चालक

श्री करण कुमार चौधरी
कार्यकारी सञ्चालक

मिति : २०८१ भाद्र २६ गते



नेपाल ल्यूब आयल लिमिटेड

तेतिसौं बार्षिक साधारण सभा

कम्पनी ऐन, २०६३ को दफा १०९ (४) सम्बन्धी अन्य जानकारी

- (क) सेयर जफत भएको भए जफत भएको सेयर संख्या, त्यस्तो सेयरको अंकित मूल्य, त्यस्तो सेयर जफत हुनुभन्दा अगावै सो बापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो सेयर जफत भएपछि सो सेयर विक्री गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको सेयर वापत रकम फिर्ता गरेको भए सो को विवरण ।

आ.व. २०८०/८१ मा कुनै सेयर जफत नभएको ।

- (ख) बिगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्त्यमा रहेको स्थितिको पुनरावलोकन ।

कम्पनीको कारोबारको विवरण माथि प्रस्ट गरिएको छ भने कम्पनीको कुनै पनि सहायक कम्पनी हाल चालु अवस्थामा रहेको छैन ।

- (ग) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरु र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन ।

कम्पनीको कारोबारको विवरण माथि प्रस्ट गरिएको छ भने कम्पनीको कुनै पनि सहायक कम्पनी हाल चालु अवस्थामा रहेको छैन ।

- (घ) विगत आर्थिक वर्षमा कम्पनीका आधारभूत सेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी ।

गत वर्षमा आधारभूत सेयरधनीहरुबाट कुनै जानकारी प्राप्त भएको छैन ।

- (ङ) विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको सेयरको स्वामित्वको विवरण र कम्पनीको सेयर कारोबारमा निजहरु संलग्न रहेको भए सो सम्बन्धमा निजहरुबाट कम्पनीले प्राप्त गरेको जानकारी :

कम्पनीको सेयर कारोबारमा कम्पनीका सञ्चालक एवं पदाधिकारी संलग्न रहेको जानकारी कम्पनीलाई नभएको ।

- (ढ) विगत आर्थिक वर्षमा कम्पनीसंग सम्बन्धित सम्झौताहरुमा कुनै सञ्चालक तथा निजको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारी व्यहोरा :

कम्पनीको कारोबार सम्बन्धमा कुनै सञ्चालक वा निजका नातेदारसंग कुनै प्रकारको सम्झौता नभएको ।



- (ग) कम्पनीले आफ्नो सेयर आफैले खरिद गरेको भए त्यसरी आफ्नो सेयर खरिद गर्नुको कारण, त्यस्तो शेयरको संख्या र अङ्कित मूल्य तथा त्यसरी सेयर खरिद गरे वापत कम्पनीले भुक्तानी गरेको रकम :

कम्पनीले २०८१ असार मसान्तसम्म आफ्नो सेयर आफैले खरिद गरेको छैन ।

- (त) आन्तरिक नियन्त्रण प्रणाली भए वा नभएको सोको विस्तृत विवरण :

कम्पनीका अध्यक्ष, सञ्चालक, कार्यकारी सञ्चालक, महा प्रबन्धक एवं विभागीय प्रमुखहरु रहेको व्यवस्थापन समितिबाट कम्पनी कारोबारको आन्तरिक नियन्त्रणको अनुगमन तथा मूल्याङ्कन हुने गरेको छ ।

- (थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण :

कम्पनीको विगत आ.व. २०८०/८१ को कुल व्यवस्थापन खर्च आय विवरणको अनुसूची १२ अनुसार रु. ४,११,१९,२१५/- रहेको छ ।

- (द) लेखा परीक्षण समितिका सदस्यहरुको नामावली, निजहरुले प्राप्त गरेको पारिश्रमिक भत्ता तथा सुविधा सो समितिले गरेको काम कारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सो को विवरण :

कम्पनी ऐन, २०६३ को दफा १६४ अनुसार कम्पनी ऐन बमोजिम हाल तपसिलमा उल्लेखित सदस्यहरु समावेश भएको ४ सदस्यीय लेखा परीक्षण समिती गठन भई ऐनबाट निर्दिष्ट कार्य भईरहेको छ ।

तपसिल

श्री निरञ्जन न्यौपाने, सञ्चालक : संयोजक

सिए श्री नागेन्द्र साह, सञ्चालक : सदस्य

श्री अनिल बस्नेत, सञ्चालक : सदस्य

श्री गंगा राज भट्टराई, महाप्रबन्धक तथा कम्पनी सचिव : सदस्य ।

गतवर्ष कम्पनीको लेखा परीक्षण समितीको ४ वटा बैठक सम्पन्न भएको छ ।

- (घ) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत सेयरधनी वा निजको नजिकका नातेदार वा निज संलग्न रहेको फर्म कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा :

कम्पनीका सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत सेयरधनी वा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म कम्पनी वा संगठित संस्थाले कुनै रकम बुझाउन बाँकी रहेको छैन ।



(न) सञ्चालक, प्रबन्ध सञ्चालक कार्यकारी प्रमुख तथा पदाधिकारीहरु लाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम :

अध्यक्ष एवं प्रबन्ध सञ्चालक, सञ्चालक एवं पदाधिकारीहरु र बरिष्ठ कर्मचारी (उप प्रबन्धक सम्मको) लाई आ.व.२०८०।८१ मा भुक्तान भएको पारिश्रमिक रकम रु. २,८४,८४,६३४/- रहेको छ ।

(प) सेयरधनीहरुले बुझि लिन बाँकी रहेको लाभांश रकम :

NIMB ACE क्यापिटलले पेश गरेको विवरण बमोजिम २०८१ आषाढ मसान्त सम्ममा जम्मा बुझिलिन बाँकी लाभांश रकम रु. ३०,४२,७१८/- (२०८० आषाढ मसान्तमा रु. २८,२०,०३३।२५) ।

(फ) कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको कुराको विवरण :

आ.व. २०८०।८१ मा रु. ९८,८२,४६७/- मूल्य बराबरको सम्पत्ति खरिद भएको छ । यो सबै खर्च कारखाना स्थलमा उत्पादनको निमित्त प्लान्ट र मेशिनरी, कर्मचारीहरुका निमित्त सवारी साधन र उपकरणहरुको निमित्त भएको हो ।

(ब) कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच भएको कारोबारको विवरण :

कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच कारोबार भएको छैन ।

(अ) कम्पनी ऐन, २०६३ तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुरा कुरा रहेको छ र छैन ।

छैन ।

(म) अन्य आवश्यक कुराहरु ।

छैन ।



A.I. ASSOCIATES
CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF
NEPAL LUBE OIL LIMITED**

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Financial Statements of Nepal Lube Oil Limited ("the company"), which comprise the Statement of Financial Position as at Ashad 31, 2081 (July 15, 2024), and the Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of Significant Accounting Policies.

In our opinion, the accompanying financial statements present fairly, in all material aspects the financial position of the company as at Ashad 31, 2081 (July 16, 2024), and its financial performance and the cash flows for the year ended in accordance with the Nepal Financial Reporting Standards (NFRS).

BASIS FOR OPINION

We conducted our audit in accordance with Nepal Standards on Auditing (NSA). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ICAN's Handbook of Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAN's Handbook of Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of financial statements for the financial year ended on 31 Ashad 2081 (July 15, 2024). These matters were addressed in the context of our audit of financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How our audit addressed the key audit matter
1. Estimation of incentive scheme expenses The company offers various sales-linked incentive schemes to its dealers, which are based on specific sales targets or performance criteria. The estimation of expenses and booking of liabilities arising	- We assessed the design and operating effectiveness of controls relating to the estimation process for sales-linked schemes. - Obtained management's calculation for the accruals in respect of relevant schemes and validated the information and assessed the reasonableness of assumptions used by the





A.I. ASSOCIATES
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Kathmandu, Nepal

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Key Audit Matters	How our audit addressed the key audit matter
from these schemes requires management to exercise significant judgment in forecasting future sales, dealer performance, and the associated costs. These estimates are based on historical data, current market trends, and anticipated changes in dealer behavior or market conditions. Given the subjectivity involved in these estimates, there is a risk that the expenses and liabilities may be either over- or under-estimated, which could materially affect the company's financial position. Hence it is considered as key audit matters as it involves: - Complex Estimation of expenses and liabilities for dealer incentive schemes which involves significant judgment of the management. - Such incentive is based on future sales estimated on projected basis.	management in determining the amount of accruals as at the year end. - We evaluated the reasonableness of management's assumptions, including the historical accuracy of sales forecasts, market trends, and the consistency of dealer behavior with past performance. - We compared the actual results of the incentive schemes against prior period estimates to evaluate the accuracy of the company's forecasting process. We performed sensitivity analysis to understand the impact of different assumptions on the estimation of liabilities.
2. Physical Verification and Asset Coding of Property, Plant, and Equipment (PPE) The company holds a significant amount of Property, Plant, and Equipment (PPE) on its balance sheet. However, during the audit, it was noted that the physical verification of PPE had not been conducted, and asset coding had not been implemented. The lack of physical verification and coding presents a risk of misstatement in the financial statements as there may be unrecorded or inaccurately recorded assets, and the potential for existence or completeness issues is increased. - PPE represents a material balance in the financial statements, and any misstatements could significantly impact the company's financial position. - The absence of periodic physical verification increases the risk of errors, loss, or misuse of assets, and it limits the ability to detect impairments or unrecorded disposals. - Asset coding is important for tracking and identifying individual assets; without this, there is a heightened risk of misclassification or incomplete records, which may lead to incorrect depreciation or impairment calculations.	- We reviewed the management's rationale for not conducting physical verification and assessed any compensating controls in place to ensure the accuracy of PPE records. - We performed alternative audit procedures, including sample-based testing of PPE additions and disposals, to verify the existence and accuracy of recorded assets. - We inspected key documents such as purchase invoices, maintenance of records, and other evidence supporting the existence and condition of PPE. - We assessed the adequacy of management's internal controls over PPE and asset tracking, considering the lack of physical verification and asset coding. - We reviewed the company's depreciation policies and tested their application to ensure that assets were being depreciated appropriately in the absence of specific asset coding. - We evaluated the company's disclosures on PPE in the financial statements to ensure they provide sufficient information regarding the physical verification and asset coding processes, or lack thereof.





A.I. ASSOCIATES CHARTERED ACCOUNTANTS

Kathmandu, Nepal

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Key Audit Matters	How our audit addressed the key audit matter
- The issue may also affect the accuracy of insurance coverage and the adequacy of asset safeguarding controls.	

EMPHASIS OF MATTER

We draw attention to Notes no. 2.10 and 8 to the Financial Statements relating to Deferred Tax. The financial statements have been adjusted in the comparative financial period as a result of error in the previous financial years with regards to computation of deferred taxation on revaluation gain of land. The error has resulted omission of computation of deferred tax liability for the gain amount.

Similarly, the tax base of various provision of expenses have been adjusted and the effect of deferred tax is given effect on the comparative financial period.

The above mentioned error has resulted in the deferred tax liability being understated in the prior periods. The financial statement have been adjusted for the aforesaid matters (incl comparative information) Our opinion is not modified in respect of this matter.

OTHER INFORMATION

The management is responsible for the other information presented in the Nepal Lube Oil Limited Annual Report 2080/81 (2023-24) together with the Financial Statements. This report is expected to be made available to us after the date of this auditor's report. Our opinion on the Financial Statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The management is responsible for the preparation and fair presentation of these financial statements in accordance with Nepal Financial Reporting Standards (NFRS), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with Governance are responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS





A.I. ASSOCIATES
CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
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Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is high level of assurance, but is not a guarantee that an audit conducted in accordance with Nepal Standards on Auditing (NSAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with NSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.





A.I. ASSOCIATES
CHARTERED ACCOUNTANTS

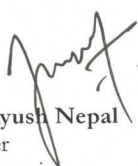
Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter, or when, in extremely rare circumstances we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE OTHER LEGAL AND REGULATORY REQUIREMENTS

- We have obtained satisfactory information and explanations asked for, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- The financial statements including the Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows including a Summary of Significant Accounting Policies and other explanatory notes have been prepared in all material respect in accordance with the provisions of the Companies Act, 2063, and they are in agreement with the books of accounts of the Company; and the accounts and records of the Company are properly maintained in accordance with the prevailing laws.
- To the best of our information and according to the explanations given to us, in the course of our audit, we observed that the business of the Company was conducted satisfactorily, and the Company's transactions were found to be within the scope of its authority except reported in this report.
- We did not come across cases of accounting related fraud and the cases where the board of directors or any director or any office bearer of the Company has acted contrary to the provisions of law except reported in this report or caused loss or damage to the Company or committed any misappropriation of the funds of the Company.
- We have not come across any accounting fraud, so as far as it appeared from our examination of the books of accounts.


CA. Ayush Nepal
Partner
A.I. Associates,
Chartered Accountants
COP No: 1174
UDIN: 240912CA01723jUpdT
Date: 2081/05/27





Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Financial Position As on Ashad 31, 2081 (July 15, 2024)

Figures in NPR

Particulars	Note No.	31.03.2081	31.03.2080 (Restated)
ASSETS			
Non-Current Assets:			
Property, Plant and Equipment	5	210,484,548	195,312,172
Prepayment & Other Advances	7	-	-
Deferred Tax Assets	8	-	-
Total Non-Current Assets		210,484,548	195,312,172
Current Assets:			
Inventories	9	218,033,268	215,382,818
Financial Assets	6		
Trade & Other Receivables		368,647,059	386,925,355
Cash and Cash Equivalents		23,086,264	22,107,713
Deposits		1,362,638	1,607,045
Prepayments & Other Advances	7	39,618,690	28,017,127
Current Tax Assets	8	13,819,354	10,457,138
Total Current Assets		664,567,273	664,497,197
Total Assets		875,051,821	859,809,369
EQUITY AND LIABILITIES			
Equity			
Share Capital	10	60,718,900	48,514,900
Other Component of Equity		69,191,211	68,831,083
Retained Earnings		245,824,121	216,887,121
Total Equity		375,734,232	334,233,104
LIABILITIES			
Non-Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		-	-
Trade & Other Payables		-	-
Employee Benefits Liabilities	12	39,478,588	37,801,273
Other Non-Current Liabilities	13	1,705,208	-
Deferred Tax Liabilities	8	13,301,916	11,323,977
Total Non-current Liabilities		54,485,712	49,125,250
Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		306,935,406	345,710,887
Trade & Other Payables		61,460,926	63,411,208
Current Tax Liabilities	8	-	-
Employee Benefits Liabilities	12	29,194,251	12,199,175
Other Current Liabilities	13	7,523,394	13,335,763
Provisions	14	39,717,900	41,793,983
Total Current Liabilities		444,831,876	476,451,016
Total Liabilities		499,317,589	525,576,265
Total Equity and Liabilities		875,051,821	859,809,369

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date



Arun Kumar Chaudhary
Chairman

Bijay Bahadur Shrestha
Director
ABB Investment P. Ltd.

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Shila Chaudhary
Director
ABB Investment P. Ltd.

CA Nagendra Sah
Director
Nepal Oil Corporation Ltd.

Rana Bahadur Budhathoki
Director
Food Management & T.Co.L

Karan Kumar Chaudhary
Executive Director
ABB Investment P. Ltd.

Niranjana Neupane
Director
G. Public Shareholders

Anil Basnyat
Director
G. Public Shareholders

Date: 2081-05-26
Place: Pulchowk, Lalitpur

Ganga Raj Bhattarai
General Manager
Nepal Lube Oil Ltd.



Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Profit or Loss and Other Comprehensive Income

For the year ended Ashad 31, 2081 (July 15, 2024)

Figures in NPR

Particulars	Note No.	31.03.2081	31.03.2080 (Restated)
Revenue From Operations	15	1,175,461,170	926,660,835
Cost of Operations/Sales	16	(824,417,765)	(685,506,024)
Gross Profit		351,043,405	241,154,811
Other Operating Income	17	7,138,748	9,612,093
Selling & Distribution Expenses	20	(217,630,348)	(162,839,217)
Administrative & General Expenses	21	(41,119,215)	(39,642,659)
Other Operating Expenses	22	(7,000,406)	(658,191)
Profit From Operations		92,432,183	47,626,838
Finance Cost	23	(38,186,859)	(42,538,985)
Other Income	24	2,978,178	-
Profit Before Tax		57,223,502	5,087,853
Income Tax (Expenses)/Income:	8		
- Current Tax		(9,530,407)	(2,969,418)
- Deferred Tax		(1,887,701)	3,310,353
Profit From Continuing Operations		45,805,394	5,428,788
Profit/ (Loss) on Discontinued Operations(net of tax)		-	-
Net Profit for the Year		45,805,394	5,428,788
Other Comprehensive Income:			
Other Comprehensive Income that is subsequently not reclassified to profit or loss			
Actuary gain/(loss) on Defined Benefit Obligation		(11,585,584)	(1,599,050)
Revaluation Gain on Land & Building		12,035,951	-
-Income Tax Relating to Components of Other Comprehensive Income		(90,239)	319,810
Total Other Comprehensive Income, Net of Tax		360,128	(1,279,240)
Total Comprehensive Income for the Period		46,165,523	4,149,549
Earning per Equity share			
Basic (NPR)	25	75.44	8.94
Diluted (NPR)	25	75.44	8.94

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Arun Kumar Chaudhary
Chairman

Bijay Bahadur Shrestha
Director
ABB Investment P. Ltd.

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Shila Chaudhary
Director
ABB Investment P. Ltd.

CA Nagendra Sah
Director
Nepal Oil Corporation Ltd.

Rana Bahadur Budhathoki
Director
Food Management & T.Co.L

Karan Kumar Chaudhary
Executive Director
ABB Investment P. Ltd.

Niranjana Neupane
Director
G. Public Shareholders

Anil Basnyat
Director
G.Public Shareholders

Date: 2081-05-26
Place: Pulchowk, Lalitpur

Ganga Raj Bhattarai
General Manager
Nepal Lube Oil Ltd.



Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Cash Flow

For the year ended Ashad 31, 2080 (July 16, 2023)

Figures in NPK

Particulars	31.03.2081	31.03.2080 (Restated)
Cash Flows from Operating Activities		
Profit for the Year	45,805,394	5,428,788
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	1,887,701	(340,935)
Depreciation/amortisation on PPE, Investment Property & Intangible Assets	7,311,572	5,489,999
Reclassification Adjustment (Gain)/losses	(11,585,584)	-
Finance Income	(7,138,748)	(9,167,545)
Prior Year Adjustment	12,702	-
Prior Year Adjustment	(2,313,924)	-
Rental Income from Investment Property		-
Adjustment for: Working Capital Changes except cash & Cash equivalent		
Increase / Decrease in Trade & other receivables	18,522,703	34,613,472
Increase / Decrease in Inventories	(2,650,450)	36,579,136
Increase / Decrease in Prepayments & other Advances	(14,963,780)	7,529,915
Increase/Decrease in Trade & Other Payables	(1,950,282)	(83,488,175)
Increase/Decrease in Current Employee Benefits	18,672,392	(8,383,622)
Increase/Decrease in Provisions	(2,076,083)	(5,759,534)
Increase/Decrease in Current Loan & Borrowings	(38,775,482)	37,677,589
Increase / Decrease in other Liabilities	(4,107,161)	(2,691,554)
Cash generated from Operations.	6,650,972	17,487,534
Finance Cost on Working Capital Loan		
Prior Year Adjustment		(1,155,774)
Income Tax Paid		
Net Cash Flows from Operating Activities (A)	6,650,972	16,331,760
Cash Flow from Investing Activities		
Acquisition of Property, plant and Equipment	(10,460,699)	(9,882,467)
Acquisition of Investment Property		-
Finance Income	7,138,748	9,167,545
Rental Income from Investment Property		-
Dividend Income Received		-
Net Cash flows from Investing Activities (B)	(3,321,951)	(714,922)
Cash Flow from Financing Activities		
Finance Cost Paid	-	-
Proceed from the Issue of Share	-	-
Proceeds from the issue of Forfeited shares	-	-
Payments for Finance Lease Liabilities	-	-
Proceeds from loan & borrowings	-	-
Repayment of loan & borrowings	-	-
Dividend Paid (Both Interim & Final)	(2,350,470)	(1,871,150)
Dividend Tax Paid	-	-
Cash Dividend for tax purpose	-	-
Net Cash Flows from Financing Activities (C)	(2,350,470)	(1,871,150)
Net Increase in Cash and Cash Equivalents (A+B+C)	978,551	13,745,688
Cash and Cash Equivalents at the beginning	22,107,713	8,362,025
Cash and Cash Equivalents at the end	23,086,264	22,107,713

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date



Arun Kumar Chaudhary
Chairman

Bijay Bahadur Shrestha
Director
ABB Investment P. Ltd.

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

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Director
ABB Investment P. Ltd.

CA Nagendra Sah
Director
Nepal Oil Corporation Ltd.

Rana Bahadur Budhathoki
Director
Food Management & T.Co.L

Karan Kumar Chaudhary
Executive Director
ABB Investment P. Ltd.

Niranjana Neupane
Director
G. Public Shareholders

Anil Basnyat
Director
G. Public Shareholders

Date: 2081-05-26
Place: Pulchowk, Lalitpur

Ganga Raj Bhattarai
General Manager
Nepal Lube Oil Ltd.



Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Change in Equity

For the year ended Ashad 31, 2081 (July 15, 2024)

Figures in NPR

Particulars	Equity Share Capital	Retained Earnings	Other Component of Equity		Total Equity
			Actuarial Reserve	Revaluation Reserve	
Balance as of Shrawan 1, 2079	38,758,500	220,422,016	(7,527,095)	103,498,452	355,151,873
Changes in Accounting Policies	-	-	-	-	-
Correction of Prior Period Errors	-	-	-	(25,861,035)	(25,861,035)
Restated Balance as of Shrawan 1, 2079	38,758,500	220,422,016	(7,527,095)	77,637,418	329,290,839
<i>Changes in equity for the year ended Ashad 31, 2080</i>					
Profit / (Loss) for the year	-	5,428,788	-	-	5,428,788
Revaluation Surplus/(Deficit) for the Year	-	-	-	-	-
Actuarial Gain/(loss) on defined benefit plan	-	-	(1,599,050)	-	(1,599,050)
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	319,810	-	319,810
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	(1,871,150)	-	-	(1,871,150)
Issue of Bonus Share (Dividend)	9,756,400	(9,756,400)	-	-	-
Cash Dividend for Tax Purpose	-	-	-	-	-
Prior Period Error on Deferred Tax	-	2,663,867	-	-	2,663,867
Restated Balance as of Ashad 31, 2080	48,514,900	216,887,121	(8,806,335)	77,637,418	334,233,104
Restated Balance as of Shrawan 1, 2080	48,514,900	216,887,121	(8,806,335)	77,637,418	334,233,104
Changes in Accounting Policies	-	-	-	-	-
Correction of Prior Period Errors	-	(2,313,924)	-	-	(2,313,924)
Restated Balance as of Shrawan 1, 2080	48,514,900	214,573,197	(8,806,335)	77,637,418	331,919,179
<i>Changes in equity for the year ended Ashad 31, 2081</i>					
Profit / (Loss) for the year	-	45,805,394	-	-	45,805,394
Revaluation Surplus/(Deficit) for the Year	-	-	-	12,035,951	12,035,951
Actuarial Gain/(loss) on defined benefit plan	-	-	(11,585,584)	-	(11,585,584)
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	2,321,371	(2,411,610)	(90,239)
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	(2,350,470)	-	-	(2,350,470)
Issue of Bonus Share (Dividend)	12,204,000	(12,204,000)	-	-	-
Cash Dividend for Tax Purpose	-	-	-	-	-
Balance as of Ashad 31, 2081	60,718,900	245,824,121	(18,070,548)	87,261,759	375,734,232

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Arun Kumar Chaudhary
Chairman

Bijay Bahadur Shrestha
Director
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Director
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Anil Basnyat
Director
G.Public Shareholders

Date: 2081-05-26
Place: Pulchowk, Lalitpur

Ganga Raj Bhattarai
General Manager
Nepal Lube Oil Ltd.

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Notes to the Financial Statements
(All Amount are stated in NPR, unless otherwise provided)

5 Property Plant & Equipment

For the year ended Ashad 31, 2081

Particulars	Land & Land Improvement	Right of Use Assets	Office Building	Office Work In Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost													
Balance at Sharawan 1 2080	130,054,000	-	10,709,731	-	20,674,069	34,857,556	4,194,855	506,572	12,684,906	1,010,277	2,611,434	747,838	213,856,383
Additions	-	4,072,030	211,784	-	-	864,960	-	15,000	239,823	26,487	461,842	373,919	10,460,699
Transfer from Capital WIP	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	12,048,095	-	3,467	-	(15,611)	-	-	-	-	-	-	-	12,035,951
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	142,102,095	4,072,030	10,924,983	-	20,658,458	35,722,516	4,194,855	521,572	12,924,729	1,036,764	3,073,276	1,121,756	236,353,034
Depreciation & Impairment Losses													
Balance at Sharawan 1 2080	-	-	1,740,920	-	2,988,554	5,163,800	-	169,841	6,677,339	975,118	828,638	12,703	18,556,914
Depreciation charged for the Year	-	1,195,182	428,412	-	1,033,703	2,328,241	-	102,087	1,592,118	36,001	577,142	18,687	7,311,572
Opening Addition	-	-	-	-	-	-	-	-	-	-	-	-	-
Adjustment due to Impairment losses	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	1,195,182	2,169,333	-	4,022,257	7,492,041	-	271,928	8,269,457	1,011,119	1,405,780	31,390	25,868,486
Carrying Amount													
Balance at Sharawan 1 2080	130,054,000	-	8,968,811	-	17,685,515	29,693,755	-	336,732	6,007,567	35,159	1,782,796	735,135	195,312,172
Balance at Ashad 31, 2081	142,102,095	2,876,848	8,755,650	-	16,636,201	28,230,474	4,194,855	249,645	4,655,272	25,645	1,667,496	1,090,367	210,484,548

Property Plant Equipment under Construction

There is no Property Plant Equipment under Construction

For the year ended Ashad 31, 2080

Particulars	Land & Land Improvement	Right of Use Assets	Office Building	Office Work In Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost													
Balance at Sharawan 1 2079	130,054,000	-	10,558,815	271,130	20,444,069	26,397,199	-	506,572	12,684,906	971,560	2,329,666	-	203,973,917
Additions	-	-	123,787	-	230,000	8,460,357	-	-	-	38,717	281,768	747,838	9,882,467
Transfer from Capital WIP	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	(27,130)	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	-	27,130	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	130,054,000	-	10,709,731	-	20,674,069	34,857,556	-	506,572	12,684,906	1,010,277	2,611,434	747,838	213,856,383
Depreciation & Impairment Losses													
Balance at Sharawan 1 2079	-	-	1,317,428	-	1,956,552	3,330,093	-	119,183	5,130,520	872,304	328,131	-	13,054,212
Depreciation charged for the Year	-	-	423,492	-	1,032,002	1,833,707	-	50,657	1,546,819	102,814	500,508	12,703	5,489,999
Revaluation Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	-	1,740,920	-	2,988,554	5,163,800	-	169,841	6,677,339	975,118	828,638	12,703	18,544,211
Carrying Amount													
Balance at Sharawan 1 2079	130,054,000	-	9,241,386	27,130	18,487,517	23,067,105	-	387,389	7,554,386	99,257	2,001,535	-	190,919,705
Balance at Ashad 31, 2080	130,054,000	-	8,968,811	-	17,685,515	29,693,755	-	336,732	6,007,567	35,159	1,782,796	735,135	195,312,172

Property Plant Equipment under Construction

There is no Property Plant Equipment under Construction





Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

6 Financial Assets

Particulars	31.03.2081	31.03.2080 (Restated)
Financial Assets at Amortized Cost		
Cash & Cash Equivalents	23,086,264	22,107,713
Cash on hand	21,699	41,900
Balance with Banks	23,064,565	22,065,813
Trade & Other Receivables	368,647,059	386,925,355
Sundry Debtors	331,511,255	356,017,191
Under litigation	37,135,804	30,908,164
Deposits	1,362,638	1,607,045
LC Margin at Bank	1,362,638	1,607,045
Total	393,095,961	410,640,114

Trade receivables are placed as security against loan & borrowings

7 Prepayments & Other Advances

Particulars	31.03.2081	31.03.2080 (Restated)
Staff Welfare Deduction	77,723	-
Staff Loan and Advance	13,752,755	2,293,556
Deposit against Adm.Review & Revenue Tribunal appeal	22,602,517	22,602,517
Other Advances and Deposits	2,230,216	1,811,046
Prepaid Expenses	955,478	1,310,008
Total	39,618,690	28,017,127

8 Taxations (Current/Deferred)

8A Current Tax Expenses/Income

Particulars	31.03.2081	31.03.2080(Restated)
Taxable Profit for the Year	47,564,704	14,847,088
Current Tax for the Year (*)	9,530,407	2,969,418
Prior Years Income Taxes	-	-
Total Current Tax Expenses charges to Profit or loss	9,530,406.65	2,969,417.60

(*) Current tax has been calculated based on rate for special industry(manufacturing) and normal industry (trading) at the rates of 20 percent and 25 percent respectively .

8B Current Tax liability/(Assets)

Particulars	31.03.2081	31.03.2080 (Restated)
Balance at the beginning of the period	(10,457,138)	(12,270,782)
Prior Year Assessment	966,956	-
Charged during the Year	9,530,407	2,969,418
Total Current Tax Liabilities	40,225	(9,301,364)
Current Tax Assets		
Amount Paid During the Year	(13,859,580)	(1,155,774)
Current Tax Liabilities/(Assets)	(13,819,354)	(10,457,138)

Current Tax Assets has been offsetted to the current tax liability since payment is made on net basis.



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

8C Deferred Tax Liability/(Assets)

For the Year 2080-081

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	50,653,950	65,505,605	14,851,654	2,975,784
Non-Depreciable	748,827	142,102,095	141,353,268	28,322,559
Inventories	218,033,268	218,033,268	-	-
Leave Payable	-	(9,260,345)	(9,260,345)	(1,855,469)
Gratuity Payable	-	(40,838,983)	(40,838,983)	(8,182,793)
Provisions	-	(39,717,900)	(39,717,900)	(7,958,165)
Balance at Ashad 31, 2081				13,301,916
Balance at Shrawan 1, 2080				11,323,977
Deferred Tax Expenses/(Income)				1,977,940
Recognized in Profit or Loss for the year ended Ashad 31, 2081				1,887,701
Recognized in Other Comprehensive Income for the year ended Ashad 31, 2081			(2,321,371)	90,239
Recognized in Equity for the year ended Ashad 31, 2081				-

(*) Deferred tax has been calculated based on rate for special industry(manufacturing) and normal industry (trading) at the rates of 20 percent and 25 percent respectively)

For the Year 2079-80

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets)
Property, Plant & Equipment				
Depreciable	52,597,093	65,258,172	12,661,079	2,532,215.84
Non-Depreciable	748,827	130,054,000	129,305,173	25,861,034.60
Inventories	215,382,818	215,382,818	-	-
Leave Payable	-	(12,459,542)	(12,459,542)	(2,491,908.31)
Gratuity Payable	-	(31,092,845)	(31,092,845)	(6,218,569.07)
Provisions	-	(41,793,982)	(41,793,982)	(8,358,796.39)
Balance at Ashad 31, 2080				11,323,977
Balance at Shrawan 1, 2079				(8,243,028)
Deferred Tax Expenses/(Income) for Origination/Reversal of Temporary Differences				19,567,005
Recognized in Profit or Loss for the year ended Ashad 31, 2080				(3,310,353)
Recognized in Other Comprehensive Income for the year ended Ashad 31, 2080				(319,810)
Recognized in Equity (Prior Period)				23,197,167

The company has accounted deferred tax on temporary difference on revaluation of land and changes in tax base of provisions in the prior period via equity and disclosed in basis of presentation paragraph of the notes to account of this financial statements.

9 Inventories

Particulars	31.03.2081	31.03.2080 (Restated)
Trading/Manufacturing Goods		
Raw Materials	103,872,586	99,261,812
Finished Goods	112,073,768	104,103,990
Spare Parts	2,086,913	12,017,016
Total (A)	218,033,268	215,382,818

10 Share Capital

Particulars	31.03.2081		31.03.2080	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Authorized Share Capital	1,000,000	100,000,000	500,000	50,000,000
Issued & Fully Paid				
At the Beginning of the Year	485,149	48,514,900	387,585	38,758,500
Bonus Issues during the Year	122,040	12,204,000	97,564	9,756,400
Total	607,189	60,718,900	485,149	48,514,900

Particulars	31.03.2081		31.03.2080 (Restated)	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Per share Rs. 100.00 each	168,361	16,836,100	168,361	16,836,100
(i) Bonus share 34,561 Nos	34,561	3,456,100	34,561	3,456,100
(i) Bonus share 65,503 Nos	65,503	6,550,300	65,503	6,550,300
(ii) Bonus share 29,107 Nos.	29,107	2,910,700	29,107	2,910,700
(iii) Bonus share 90,053 Nos.	90,053	9,005,300	90,053	9,005,300
(iv) Bonus share 97,564 Nos.	97,564	9,756,400	97,564	9,756,400
(v) Bonus share 122,040 Nos.	122,040	12,204,000		
Total	607,189	60,718,900	485,149	48,514,900



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

11 Financial Liabilities

Particulars	31.03.2081	31.03.2080 (Restated)
Borrowings from Bank	306,935,406	345,710,887
Over Draft Loan	37,253,406	43,231,887
Trust Receipt Loan	139,682,000	111,479,000
Demand Loan	130,000,000	191,000,000
Trade & Other Payables	61,460,926	63,411,208
Trade Payables	61,162,707	62,444,980
Other Payables	298,219	966,228
Total	368,396,331.57	409,122,095.08

12 Employee Benefits Liabilities

Particulars	31.03.2081	31.03.2080 (Restated)
Defined Benefit Scheme	-	-
Gratuity Payable	40,838,983	31,092,845
Defined Contribution Scheme		
Providend Fund Payable	123,787	-
Social Security Fund	620,582	418,625
CIT Payable	247,854	583,183
Other Employee Benefits Payable		
Leave Payable	9,260,345	12,459,542
Staff Bonus Payable	6,422,391	604,339
Salary Payable	777,251	4,673,589
Other Staff Payables (Incentives to Staff)	10,381,646	168,324
Total	68,672,839	50,000,448
Categorized as:		
Current	29,194,251	12,199,175
Non- Current	39,478,588	37,801,273
Total	68,672,839	50,000,448

Disclosure Related to Employment Benefit Liabilities

Gratuity

Particulars	31.03.2081	31.03.2080 (Restated)
Opening Defined Benefit Obligation	31,092,845	32,858,713
Net Current Service Cost	2,140,428	2,130,067
Interest Cost on Defined Benefit Obligation	2,506,471	-
Actuarial (Gain)/Losses - Experience Adjustment	11,585,584	1,599,050
Benefits Paid	(6,486,345)	(5,494,985)
Past Service Cost	-	-
Losses/Gain on Curtailment Settlements	-	-
Defined Benefit Obligation at the end of the Period	40,838,983	31,092,845



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Reconciliation of Statement of Financial Position Amount

Particulars	31.03.2081	31.03.2080 (Restated)
Balance at the Beginning of the Period	31,092,845	32,858,713
Total Charge Recognized in P & L	4,646,899	2,130,067
Total Remeasurement Recognized in OCI	11,585,584	1,599,050
Benefit Paid by Company During the Year	(6,486,345)	(5,494,985)
Balance at the End of the Period	40,838,983	31,092,845

Current / Non-Current Bifurcation

Particulars	31.03.2081	31.03.2080 (Restated)
Current Benefit Obligation	9,749,730	3,729,117
Non Current Benefit Obligation	31,089,253	27,363,728
Liability Recognized in the Statement of Financial Position	40,838,983	31,092,845

Fair Value of Plan Assets

Particulars	31.03.2081	31.03.2080 (Restated)
Opening Plan Assets	-	-
Employers Contribution	-	-
Benefits Paid	-	-
Actuarial (Gain)/Losses - Experience Adjustment	-	-
Closing plan assets at the end of the Period	-	-



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Financial Assumption Used to Determine the Defined Benefit Obligation

Discount Rate	9.00%
Salary Escalation Rate	6.67%

Financial Assumption Used to Determine the Profit & Loss Charge

Discount Rate	9.00%
Salary Escalation Rate	6.67%
Expected Return on Plan Assets	N.A

Demographic Assumption Used to Determine the Defined Benefit Obligation

Withdrawal Rate	5%
Mortality Rate	Nepali Assured Lives Mortality 2009
Retirement Age	58 Years

Expected Future Cash Flows

Year	Cash Flow
2024	-
2025	-
2026-2030	-

Breakup of Actuarial (Gain) / Losses

Change in Defined Benefit Obligation

Particulars	Current Year
Opening Defined Benefit Obligation	31,092,845
Service Cost	2,140,428
Interest Cost	2,506,471
Actual Plan participant Contribution	-
Total Actuarial (Gain) / Losses	11,585,584
a. Effect of Change in Financial Assumption	-
b. Effect of Change in Demographic Assumption	-
c. Experience (Gain)/ Losses	11,585,584
Benefit Paid	(6,486,345)
Past Service Cost	-
Loss/(Gain) on Curtailment Settlement	-
Defined Benefit Obligation at the end of the Period	40,838,983

Leave Encashment

Particulars	31.03.2081	31.03.2080 (Restated)
Casual Leave	-	59,838
Home Leave	4,675,093	4,459,892
Sick Leave	4,585,252	7,939,811
Total	9,260,345	12,459,541

Reconciliation of Amount Recognized in Statement of Financial Position

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Amount at the Beginning of the Period	59,838	4,459,892	7,939,811
Opening Balance Difference	(59,838)	(722,030)	781,868
Total Expenses/(income) Recognized in P&L	-	877,732	1,247,391
Actuarial (Gain)/Loss Recognized in P&L	-	763,341	(3,741,519)
Benefit Payout	-	(703,842)	(1,642,299)
Liabilities at the End of the Period	-	4,675,093	4,585,252

Current/ Non Current Bifurcation

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Current Benefit Obligation	-	470,808	400,203
Non-Current Benefit Obligation	-	4,204,285	4,185,049
Total Liabilities	-	4,675,093	4,585,252



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Actuarial Valuation Assumptions Used for Valuation

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Economic Assumptions			
Discount Rate	9%	9%	9%
Salary Escalation Rate	6.67%	6.67%	6.67%
Demographic Assumptions			
Mortality	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009
Employee Turnover / Withdrawal Rate	5%	5%	5%
Leave Availment Ratio	1%	1%	1%
Retirement Age	58 Years	58 Years	58 Years

13 Other Liabilities

Particulars	31.03.2081	31.03.2080 (Restated)
Non-Current		
Lease Liability	1,705,208	-
Total	1,705,208	-
Current		
Lease Liability	1,302,087	-
TDS Payable	4,901,543	7,368,158
Interest Payable	705,888	705,888
Audit Fee Payable	443,250	394,000
Net Value Added Tax Payables	170,626	4,867,717
VAT Payables	152,601,081	4,883,431
VAT Receivables	(152,430,455)	(15,714)
Total	7,523,394	13,335,763

14 Provisions

Particulars	31.03.2081	31.03.2080 (Restated)
Provision for CSR Expenses (A)	578,015	4,327
Provision for Expenses Payables (B)	12,169,282	18,284,598
Provision for Selling & Distribution Expenses (C)	26,970,603	23,505,057
Total	39,717,900	41,793,982

A Provision for CSR Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
Balance at the beginning of the period	4,327	80,475
Additions during the year	578,015	53,852
Amount charged against provision during the Year	(4,327)	(130,000)
Unused amounts reversed	-	-
Total	578,015	4,327

B Provision for Expenses Payables

Particulars	31.03.2081	31.03.2080 (Restated)
Balance at the beginning of the period	18,284,598	-
Addition during the year	8,236,132	18,284,598
Amount charged against provision during the Year	(15,542,701)	-
Unused amounts reversed	-	-
Total	10,978,029	18,284,598

C Provision for Selling & Distribution Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
Balance at the beginning of the period	23,505,057	47,473,041
Additions during the year	34,303,982	31,657,786
Amount charged against provision during the Year	(30,838,437)	(55,625,770)
Total	26,970,602	23,505,057



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

15 Revenue from Operation

Particulars	31.03.2081	31.03.2080 (Restated)
Sale of goods	1,184,031,438	927,294,938
Less: Sales Return	(8,570,269)	(634,103)
Total	1,175,461,170	926,660,835

16 Cost of Goods Sold

Particulars	31.03.2081	31.03.2080 (Restated)
Opening Stock of goods	215,382,818	251,961,954
Purchase during the period	784,036,743	605,016,334
Direct & Manufacturing Expenses (A)	43,031,471	43,910,553
Less: Closing Stock of goods	(218,033,268)	(215,382,818)
Total	824,417,765	685,506,024

A Direct & Manufacturing Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
Equipment Calibration Charge	45,050	40,850
Depreciation & Amortization	3,361,944	2,865,709
Machinery Repair & Maintenance	435,255	391,803
Renewal Charges	30,000	30,000
Royalty Expenses	15,395,515	18,284,598
Travelling Expenses	120,000	56,645
Production Cost		
Electricity, Fuel, Water	2,333,314	1,852,897
Plant Insurance	2,265,486	543,678
Lab Chemical	13,048	50,115
Telephone Expenses	21,513	29,546
Printing & Stationary	-	20,354
Production Employee Benefit Expenses	19,010,345	19,744,357
Total	43,031,471	43,910,553

17 Other Operating Income

Particulars	31.03.2081	31.03.2080 (Restated)
Interest Income	6,825,393	9,167,545
Miscellaneous income	313,355	444,548
Total	7,138,748	9,612,093

18 Depreciation & Amortization

Particulars	31.03.2081	31.03.2080 (Restated)
Depreciation & Amortization Expenses	7,311,572	5,489,999
Total	7,311,572	5,489,999
Allocated to		
Administrative & General Expenses	3,949,628	2,624,290
Selling & Distribution Expenses	-	-
Manufacturing Expenses & Cost of Sales	3,361,944	2,865,709
Total	7,311,572	5,489,999



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

19 Employee Benefit Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
Short-Term Employee Benefits		
Wages & Salaries	32,898,404	30,264,849
Allowances	23,035,662	23,625,394
Insurance & Medical Expenses	4,808,152	4,537,878
Staff Bonus Expenses	6,422,391	604,339
Labour Welfare & Uniform Expenses	466,105	880,539
Gratuity Cost		
Defined Contribution	2,633,190	2,585,455
Defined Benefits	7,756,247	7,733,056
Total Employee Benefit Expenses	78,020,151	70,231,511

20 Selling & Distribution Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
Advertisement & Event Expenses	6,287,546	6,327,469
Wall Painting & Flex printing expenses	10,922,054	6,017,183
Gift and Present Distribution Expenses	299,120	424,819
Marketing Staff Travelling Expenses	8,527,513	7,306,918
Telephone, Printing, Stationary etc of Marketing	202,474	510,464
SSF & Medical Expenses of Marketing	2,015,924	2,145,218
Sales Incentive of Marketing	8,232,505	4,224,510
Scheme Expenses (Retailer & PGM)	46,307,188	45,538,956
Lubricants Outward transportation expenses	19,652,239	13,341,039
Service Camp Expenses	570,502	266,838
Third party Testing Expenses	286,800	495,657
Testing Fee	238,087	-
Local level sport branding expenses	5,396,430	1,417,292
Sales Target Bonus (Distributors)	34,865,322	19,192,498
Interest Expenses	7,119,591	4,537,979
Market promotion expenses	27,437,881	25,315,073
Retailer Meet Expenses	6,833,902	2,245,423
Training Expenses	339,706	385,822
Leakage Expenses	-	12,361
Private Garage Mechanics Meet Expenses	7,849,110	803,500
Sales & Marketing Employee Benefits Expenses	24,246,456	22,330,197
Total	217,630,348	162,839,217



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

21 Administrative and General Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
House/Godown Rent	256,522	1,811,775
Repair & Maintenance (Building)	-	-
Electricity, Fuel & Water Expenses	755,060	694,557
Vehicle Fuel & Repair Expenses	876,395	896,748
Audit Fee & other certifications	300,000	256,000
Legal Court Fee & Other legal expenses	442,578	326,690
Board Meeting Allowance	1,454,796	874,941
Bank charge & Commission	660,462	1,027,203
Annual General Meeting Expenses	661,163	592,913
Repair Plant & Machinery of Amlekhgunj	94,471	67,640
Insurance Expenses (Staff & office assets)	-	-
Communication (Postage, Courier, Telephone, Internet)	333,670	327,313
Printing & Stationary Expenses	421,613	326,485
Notice Publication expenses	-	-
Charity & Donation	734,801	237,600
Books & Magazine Expenses	-	3,700
Professional Fees	150,000	201,000
Uniform Expenses	75,214	98,948
Guest Entertainment & Fooding Expenses	38,330	115,907
Misc. Expenses	471,611	22,285
Tender form purchase expenses	5,000	55,390
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	59,000	272,363
Advertisement Expenses	4,500	6,860
Annual renewal Expenses	275,380	341,631
Puja Expenses	211,955	190,176
Office & Factory Tea & food Expenses	563,027	344,048
Consumable Goods	154,724	163,196
Depreciation & Amortization	3,949,628	2,624,290
Travelling Expenses	1,014,051	615,602
Security Guard Expenses	1,740,000	1,740,000
Board of Directors' Expenses	1,053,000	1,053,000
Employee Benefit Expenses	24,362,264	24,354,399
Total	41,119,215	39,642,659



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

22 Other Operating Expenses

Particulars	31.03.2081	31.03.2080 (Restated)
CSR Expenses	578,015	53,852
Staff Bonus	6,422,391	604,339
Total	7,000,406	658,191

23 Finance Cost

0.11

Particulars	31.03.2081	31.03.2080 (Restated)
Interest on Borrowings	34,329,340	42,538,985
Finance Cost		
Lease Liabilities	335,265	-
Employee Benefits Liabilities	3,522,254	-
Total	38,186,859	42,538,985

24 Other Income/Gains

Particulars	31.03.2081	31.03.2080 (Restated)
Actuarial Gain on Other Long term Employee Benefit (Home & Sick Leave)	2,978,178	-
Total	2,978,178	-

25 Earning Per Share

Particulars	31.03.2081	31.03.2080 (Restated)	31.03.2080
Profit from Continuing Operations	45,805,394	5,428,788	5,428,788
Profit/ (Loss) on Discontinued Operations(net of tax)	-	-	-
Profit for the Year (A)	45,805,394	5,428,788	5,428,788
Weighted Average No. of Shares			
No of Shares at the Beginning of the period	485,149	485,149	387,585
Weighted Average No. of Shares Issued during the Year	-	-	-
Bonus Shares Issued During the Year	122,040	122,040	97,564
Total Weighted Average No. of Shares(B)	607,189	607,189	485,149
Adjustment for potential Shares			
No of Potential Equity Shares	-	-	-
Total Weighted Average No. of Shares for Diluted EPS (C)	607,189	607,189	485,149
Earning per Share (NPR)			
a) Basic EPS	75.44	8.94	11.19
b) Diluted EPS	75.44	8.94	11.19

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)



26 Disclosures Related to Financial Instruments Ris

Financial instruments risk management objectives and policies

The Entity's principal financial liabilities, other than derivatives, comprise loans and borrowings, and trade and other payables. The main purpose of these financial liabilities is to finance the Entity's operations. The Entity's principal financial assets include trade receivables, and cash and short-term deposits that derive directly from its operations. The Entity also holds investments in debt and equity instruments .transactions.

The Entity is exposed to market risk, credit risk and liquidity risk. The Entity's senior management oversees the management of these risks. The Entity's senior management is supported by a financial risk advisors that advises on financial risks and the appropriate financial risk governance framework for the Entity. The financial risk advisors provides assurance to the Entity's senior management that the Entity's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Entity's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Entity's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

27 Related Party Transaction:

Major Key Related Parties: Entity

Name of Parties	Nature of Relationships
ABB Investment Pvt Ltd	Major Share Holder
Nepal Oil Corporation	Major Share Holder
Rastya Beema Company Ltd.	Share Holder
Himal Cement Company Ltd	Share Holder
National Trading Company Ltd	Share Holder
Rastya Banijya Bank Ltd	Share Holder

Major Key Related Parties: Natural Person

Name of Parties	Nature of Relationships	Positions
Arun Kumar Chaudhary	Key Management Personnel	Chairman
Bijaya Bahadur Shrestha	Key Management Personnel	Directors
Karan Kumar Chaudhary	Key Management Personnel	Directors
Representative- Nepal Oil Corporation	Key Management Personnel	Directors
Representative- Food Management and Trading	Key Management Personnel	Directors
Nirajan Neupane	Key Management Personnel	Directors
Anil Basnyat	Key Management Personnel	Directors
Shila Chaudhary	Key Management Personnel	Directors
Ganga Raj Bhattacharai	Key Management Personnel	General Manager

Related Parties listed above does not include close family members of Key Management Personnel, controlling person and person with significant influence unless there is material transaction with them.

The following table provides the total amount of sales, purchase and balances that have been entered into with related parties for the relevant financial year.

Particulars	Sales to Related Parties		Purchase from Related Parties		Receivables Balance		Payable Balance	
	31.03.2081	31.03.2080	31.03.2081	31.03.2080	31.03.2081	31.03.2080	31.03.2081	31.03.2080
a) A.L.T PVT.LTD	-	-	-	-	-	-	-	-
	12,888,323.61	17,308,736.30	-	-	685,652.49	5,993,587.78	-	-
	-	-	-	-	-	-	-	-
Total	12,888,323.61	17,308,736.30	-	-	685,652.49	5,993,587.78	-	-

Goods are sold based on the price lists in force and terms that would be available to third parties.

Loans & Advance to related parties

Particulars	Repayment/Borrowing during the year		Interest Income		Loan Balance	
	2080-081	2079-080	2080-081	2079-080	2080-081	2079-080
a) its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
c) Key Management Personnel	-	-	-	-	-	-
	-	-	-	-	-	-
Total	-	-	-	-	-	-

There is no loan and advance to related parties during the above mentioned fiscal year

Loans & Advance from related parties

Particulars	Repayment/Borrowing during the year		Interest Expenses		Loan Balance	
	2080-081	2079-080	2080-081	2079-080	2080-081	2079-080
a) its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
c) Key Management Personnel	-	-	-	-	-	-
	-	-	-	-	-	-
Total	-	-	-	-	-	-

There is no loan and advance from related parties during the above mentioned fiscal year

Key Management Personnel Compensation

Key management includes the Board of Directors (executive and non-executive), all members of Entity Management and the Company Secretary. The compensation paid or payable to key management for employee services is shown below:

Particulars	31.03.2081			31.03.2080		
	Directors	G.M	Key Manager	Directors	G.M	Key Manager
Short-term Employee Benefits						
Remuneration Benefits and Allowances	2,376,529.41	6,627,160.28	21,857,473.34	2,094,176.47	5,260,823.71	17,788,705.80
Total	2,376,529.41	6,627,160.28	21,857,473.34	2,094,176.47	5,260,823.71	17,788,705.80

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.



Nepal Lube Oil Limited

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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

28 Contingencies and Capital commitments

28.1 Contingent Liabilities

Contingent liabilities are potential future cash out flows, where the likelihood of payment is considered more than remote, but is not considered probable or cannot be measured reliably.

28.1.1 Other Legal Cases

There were 21 numbers major legal cases filed by the company against the debtors regarding dispute of payment pending in the court of law during the year.

28.2 Capital Commitments

There are no Capital commitment at the end of current reporting period

29 Events After the end of the Reporting Date

There are no event after the end of period that requires the disclosures



Nepal Lube Oil Limited

Kathmandu, Nepal

Report to company registrar's office for Fiscal year 2080/81 as per companies act, 2063, Section 78

Approved by the meeting of the Board of Directors held on 2081.05.26

A) Number of Shares Allotted,

Particulars	Number
Number of ordinary shares allotted	607,189

B) Number of Shares Paid- up or remaining unpaid among the shares allotted,

Particulars	Number
Number of ordinary shares paid up	607,189
Number of ordinary shares unpaid up	-
Total	607,189

C) Details of the Directors, Managing Director, Auditor, Chief Executive, Manager along with the Remuneration, Allowance and Other Benefits paid to them,

Particulars	Meeting Fees	Remuneration & Allowances
Executive Director, Schedule I & II	105,882	526,500
Board Of Directors, Schedule II	1,041,176	526,500
Managing Directors and Managers, Schedule I & II	105,882	28,484,634
Total	1,252,941	29,537,634

Details of Auditor

Particulars	Name	Audit Fee (NPR.)
Statutory Audit	Ayush Nepal	300,000.00
Tax Audit	Ayush Nepal	84,000.00
Corporate Governance Certification	Ayush Nepal	33,000.00
Section 78 Certification	Ayush Nepal	33,000.00
Total		450,000.00

D) Name of Person/s or Organization /s that has purchased 5% or more of the paid up Share Capital of the Company and details of Shares or Debentures held by them,

Share Holder's Name	No of Share	Value (NPR.)	%
ABB Investment Pvt. Ltd.	242,375	24,237,500	39.92%
Nepal Oil Corporation	88,021	8,802,100	14.50%
Arun Kumar Chaudhary	31,234	3,123,400	5.14%
Karan Kumar Chaudhary	34,482	3,448,200	5.68%

- E) Total amount realised from the sale of shares along with details of new shares and /or debentures purchased/ issued during the concerned financial year, **None**
- F) Amounts owed to the Company by the Directors or core shareholders or their close relatives, **None**
- G) Amounts paid or payable against sale of shares or any other work done, **None**
- H) Amounts taken as loan from banks and financial institutions along with the amount remaining payable as principal and interest, **306,935,405.52**

I) Details of amounts receivable or claims for payment received or details of law suits that have been filed or is continuing in this regard,

Person / Party	Particulars
Various Debtors	Defaulters and Various Legal Cases Pendings (Debtors Amounting to Rs. 37,162,223 is under litigation)

J) Number of employees working in the management, other levels or as labours in the Company (During the Year),

Particulars	Number
Management Level	1
Other Level	58
Total	59

K) Number of foreign employees working in the management and other levels along with the remuneration, allowances and other benefits paid to them, **None**

L) Details of any agreement made between the company and any foreign company or individual/s, regarding investment management, technical service, or any other subject for more than one year, alongwith the amounts paid during the financial year as dividend, commission, fees, charges, royalty, etc. as per the agreement,

Party Name	Project	Payment During F/Y 2080/81 (US\$)	Payment During F/Y 2080/81 (NPR)
GOIL INTERNATIONAL LLC		179,485.06	23,941,512.30
Total		179,485.06	23,941,512.30



Nepal Lube Oil Limited

Kathmandu, Nepal

Report to company registrar's office for Fiscal year 2080/81 as per companies act, 2063, Section 78

M) Details of the Administrative Expenses incurred during the Financial Year,

Particulars	Amount
House/Godown Rent	256,522
Repair & Maintenance (Building)	-
Electricity, Fuel & Water Expenses	755,060
Vehicle Fuel & Repair Expenses	876,395
Audit Fee & other certifications	300,000
Legal Court Fee & Other legal expenses	442,578
Board Meeting Allowance	1,454,796
Bank charge & Commission	660,462
Annual General Meeting Expenses	661,163
Repair Plant & Machinery of Amlekhgunj	94,471
Insurance Expenses (Staff & office assets)	-
Communication (Postage, Courier, Telephone, Internet)	333,670
Printing & Stationary Expenses	421,613
Notice Publication expenses	-
Charity & Donation	734,801
Books & Magazine Expenses	-
Professional Fees	150,000
Uniform Expenses	75,214
Guest Entertainment & Fooding Expenses	38,330
Misc. Expenses	471,611
Tender form purchase expenses	5,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	59,000
Advertisement Expenses	4,500
Annual renewal Expenses	275,380
Puja Expenses	211,955
Office & Factory Tea & food Expenses	563,027
Consumable Goods	154,724
Depreciation & Amortization	3,949,628
Travelling Expenses	1,014,051
Security Guard Expenses	1,740,000
Board of Directors' Expenses	1,053,000
Employee Benefit Expenses	24,362,264
Total	41,119,215

N Details of Unclaimed Dividend by Shareholders:

Particulars	Amount (NPR.)
Unclaimed Dividend for FY 2069/70 to FY 2073/74	818,180
Unclaimed Dividend for FY 2074/75	701,404
Unclaimed Dividend for FY 2075/76	820,857
Unclaimed Dividend for FY 2076/77	281,723
Unclaimed Dividend for FY 2077/78	123,055
Unclaimed Dividend for FY 2078/79	112,068
Unclaimed Dividend for FY 2079/80	185,433
Total	3,042,719

O) Any other matters.

We declare that Company has followed the provisions of Company Act, 2063 and other Laws in effect.

For and on behalf of the Board

.....
Arun Kumar Chaudhary

.....
Karan Kumar Chaudhary

.....
Ganga Raj Bhattarai

This is to certify that the above statements prepared by the Company on the basis of information made available to us for our verification and approved by the Board of Directors are true and correct to the best of our knowledge.

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CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants

Date: 2081/05/26
Place: Kathmandu

UDIN 240913CA01723Zpzcmm

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Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

(All amounts are stated in NPR, unless otherwise stated)

1. Reporting Entity

Nepal Lube Oil Limited (NLOL) operates under the brand name "Gulf" and is one of Nepal's leading lubricant manufacturing and distribution companies. Established in 1983, NLOL specializes in producing a wide range of high-quality lubricants, such as engine oils, greases, and industrial oils. NLOL is registered under the Nepal Company Act 2021 (1964 AD) in 15 July, 1984. and operates in close collaboration with Gulf Oil International, a globally recognized leader in lubricants, which provides the company access to cutting-edge technologies and expertise. NLOL was privatized in 2051/2052 (1994/1995) as per the Government's Privatization Policy.

The shares of the company are listed and traded on the Nepal Stock Exchange Limited (NEPSE) and its stock symbol is "NLO"

The company has its registered office at Saket Complex, Tripureshwor, Kathmandu.

NLOL's products cater to various sectors, including automotive and industrial applications, and are distributed across Nepal. The company's primary focus is on delivering lubricants that enhance vehicle and machinery performance while maintaining environmental responsibility. NLOL's commitment to sustainability is evident through its adherence to global standards and its emphasis on producing fuel-efficient and low-emission lubricants. With its continued innovation and expansion, NLOL aims to support the economic and industrial development of Nepal

Annual financial statements of the company are released for general public and are also published on the company's website www.nepallubeoil.com

2. Basis of Preparation

2.1. Compliance with Nepal Financial Reporting Standards (NFRS)

The financial statements have been prepared in accordance with NFRS issued by Accounting Standard Board (ASB), Nepal and pronounced by Institute of Chartered Accountants of Nepal (ICAN).

2.2. Approval Of Financial Statements

The accompanied financial statements have been approved and authorized for issue by the Board of Directors (BoD) of the company in its meeting held on Bhadra 26, 2081 (September 11, 2024).



2.3. Presentation of Financial Statements

- The Statement of Profit or Loss has been prepared using classification 'By Function' method.
- Cash flows from operation within the Statement of Cash Flows have been derived using the 'Indirect' method.
- The Statement of Financial Position, assets and liabilities, wherever applicable, are bifurcated in current and non-current based on their respective maturity, as well as the company's normal operating cycle. Such information has been disclosed in respective notes as applicable.

2.4. Reporting Dates

Particulars	Nepalese Calendar Date / Period	Gregorian Calendar Date / Period
Comparative SOFP* Date	31 Ashadh 2080	17 July 2023
Comparative reporting period	1 Shrawan 2079 - 31 Ashadh 2080	17 July 2022 - 16 July 2023
SOFP* Date	31 Ashadh 2081	15-Jul-24
Financial reporting period	1 Shrawan 2081 - 31 Ashadh 2080	17 July 2023 - 15 July 2024
*SOFP = Statement of Financial Position		

2.5. Basis of Measurement

The financial statements have been prepared under the historical cost convention, as modified by revaluation of Land, Buildings and Physical Structure, along with fair value measurement of financial assets and liabilities.

The financial statements are prepared on accrual basis.

2.6. Functional & Presentation Currency

The financial statements are prepared in Nepalese Rupees (NPR), which is the company's functional currency. All the financial information presented in Nepalese Rupees have been rounded to the nearest rupees, except otherwise stated.

2.7. Going Concern

The financial statements are prepared on a going concern basis, as the Board of Directors of the Company are satisfied that the Company has resources to continue the business for foreseeable future. In making this assessment, Board of Directors have considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources. Furthermore, Board is not aware of any material uncertainties



that may cast significant doubt upon Company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of it.

2.8. Materiality

The company, for the preparation of financial statements determines materiality based on the nature or magnitude, or both. Materiality is a pervasive constraint in financial reporting because it is pertinent to all of the qualitative characteristics.

2.9. Re-grouping & Re-classification

The figures for the previous period have been regrouped/rearranged/ re-classified wherever necessary to make them more reliable, fair and comparable with the current period's figures.

2.10. Restatement of Balance of Prior Year

Necessary adjustments for prior period have been made for restatement of deferred taxes on revaluation of land and for provisions for expenses in the equity of the company and necessary adjustments have been disclosed in the respective notes to the financial statements.

Impact of deferred tax expenses for revaluation of land- NPR. 25,861,035 via other components of equity

Impact of temporary difference of liability (provision)- NPR. 2,663,867 via retained earnings.

3. Accounting Policies

NFRS requires the company to adopt accounting policies that are most appropriate to the company's circumstances. In determining and applying accounting policies, management is required to make judgements in respect of items where the choice of specific policy, accounting estimate or assumption to be followed could materially affect the company's reported financial position, results or cash flows.

The accounting policies adopted by the company are applied consistently. The accounting policies have been disclosed in the following sections of this notes to the financial statements. Effect and nature of the changes, if any, have been disclosed at appropriate places.

The principal accounting policies adopted in the preparation of the financial statements are set out below.

3.1. Current/Non-current Classification

The entity presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

- Expected to be realised in the normal operating cycle



- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Other than the above, assets are classified as non-current.

A liability is current when:

- Expected to be settled in the normal operating cycle
- Due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Other than specified above, the liabilities are classified as non-current.

3.2. Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated in the Statement of Financial Position at their cost and are inclusive of all expenses necessary to bring the assets to working condition for its intended use less any subsequent accumulated depreciation and subsequent accumulated impairment losses, if applicable. PPE are recognised as an asset, if and only if it is probable that future economic benefits associated with the item will flow to the company; and the cost of the item can be measured reliably. The depreciation period is based on the expected useful life of an asset.

Plant and Machinery shall be capitalized as and when they are available for use. Nepal Accounting Standard (NAS) 16 and International Financial Reporting Interpretations Committee (IFRIC) 1 require cost of PPE to include the estimated cost for dismantling and removal of the assets, and restoring the site on which they are located. Management perceives that such costs are difficult to estimate and considering the past practice the amount of such costs is not material to affect the economic decision of the user as a result of such non-inclusion. Therefore, asset retirement obligation (ARO) has not been recognized in the financial statements.

Freehold land properties, building and physical structure held by the company is recognised and reported at fair value conducting periodic revaluation. If an asset's carrying amount is increased as a result of a revaluation, the increase shall be recognised in other comprehensive income and accumulated in equity under the heading of revaluation surplus. However, the increase shall be recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss.

If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognised in profit or loss. However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation surplus in respect of that asset. The decrease recognised in other comprehensive income reduces the amount accumulated in equity under the heading of revaluation surplus. The accumulated depreciation



on revalued building and physical structure is eliminated against the gross carrying amount of the assets and net amount is restated to the revalued amount of the assets.

Depreciation

Depreciation is charged so as to expense off the cost of assets, other than land, using straight line method over their estimated useful lives. The depreciation is charged on revalued amount of building and physical structure over the remaining useful life. The additional depreciation (if any) on revalued amount of building and physical structure is transferred from revaluation reserve to equity. The residual values, useful life and depreciation methods are reviewed at least at each financial year end. If expectations differ from the previous estimates the changes are accounted for as changes in estimates in accordance with NAS 8.

Items of PPE are depreciated on pro rata basis in the year of acquisition. The residual values, useful lives and the depreciation methods of assets are reviewed at least at each financial year end and, if expectations differ from previous estimates, they are accounted for as a change in accounting estimates in accordance with NAS 8.

Freehold land is not depreciated. Depreciation on assets under construction does not commence until they are complete and available for use. Depreciation is provided on all other items of property, plant and equipment so as to write-off their carrying value over the expected useful economic lives.

Depreciation has been computed on Straight Line Method. The estimate useful lives for the assets are as follows:

Class of Property Plant & Equipment	Useful life	Depreciation Rates	Depreciation Method	Measurement Basis
Factory Buildings	20 Years	5%	SLM	Revaluation Model
Office Building	25 Years	4%	SLM	Revaluation Model
Plant and Machinery				
-Machine, Equipments	15 Years	6.67%	SLM	Cost Model
-Storage Tanks	20 Years	5%	SLM	Cost Model
-Fixtures and Fittings	10 Years	10%	SLM	Cost Model
-Other Office Equipments	5 Years	20%	SLM	Cost Model
Computer Equipment				
-Desktop Computer	5 Years	20%	SLM	Cost Model
-Laptop Computer	4 Years	25%	SLM	Cost Model
Motor Vehicles				
-2 Wheelers	10 Years	10%	SLM	Cost Model
-4 Wheelers	8 Years	12.5%	SLM	Cost Model



3.3. Leases

Leases are recognized as ROU asset and a corresponding liability on which the leased asset is available for use by the company. In the current year two of the such leases have been recognised as assets as right to use assets along with its corresponding liabilities. These leases pertain to the premises used in the business operation.

Right of Use (ROU) Assets

It consists of the cost of initial measurement of lease liability and any initial direct costs related to such recognition. They are measured at cost less accumulated depreciation and impairment loss (if any).

These assets are generally depreciated over straight line method over the asset's useful life or lease term whichever is earlier.

Lease Liabilities

They are measured at the present value of lease payments outstanding as on the date. This payment includes fixed payments less incentives along with any modification clauses for payments based on the contract. Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing is used. This is the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the ROU in a similar economic environment with similar term, security and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to the statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Remeasurement of Lease Liabilities

- There is a change in future lease payments arising from changes in an index or rate changes.
- In case the company exercised extension after termination of lease period
- Modification to the scope to the contract

3.4. Intangible Assets

Computer Software

Purchased computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the software. These costs are amortized over the estimated useful lives.

Other Intangible Assets



Other intangible assets that are acquired by the company are stated at cost less accumulated amortisation and impairment losses. Expenditure on internally generated goodwill and brands is recognised in the income statement as an expense as incurred.

Amortization

Amortization is charged to the statement of profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

3.5. Financial Assets

A financial asset is any asset that is:

- (a) cash;
- (b) an equity instrument of another entity;
- (c) a contractual right:
 - (i) to receive cash or another financial asset from another entity; or
 - (ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially favorable to the entity; or
- (d) a contract that will or may be settled in the entity's own equity instruments and is:
 - (i) a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments; or
 - (ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

A. Recognition of Financial Assets

A financial asset is recognized when the entity become party to the contractual provision of financial instruments.

B. Derecognition of Financial Assets

A financial asset is de-recognized when:

- (a) Contractual right to cash flows expires or
- (b) There is a transfer of risk & rewards relating to ownerships or
- (c) There is a transfer of control of Financial Assets (practical ability to Sell financial Assets) or
- (d) Retain Rewards, but assume obligation to pay cash flow to one or more parties & fulfill following conditions"



- No obligation to pay until receipts from original assets
- Restriction from sale/pledge except collateral for above obligation
- Obligation to remit cash flow without material delay (except temporary investment)

Gain/(loss) on derecognition of Financial Assets is recognized in profit or loss.

C. Classification and Measurement of Financial Assets

1. Financial Assets at Amortized Cost

- If Business Model is to held Financial Assets to collect contractual cash flows & if it is held for solely payment of principal and interest on outstanding principal, financial assets are classified under this category.
- It is initially measured at fair value plus transactions costs.
- It is subsequently measured at amortized cost using effective interest method.
- Interest charges shall be calculated on opening balance of amortized cost.

2. Financial Assets at Fair Value through profit or loss

- Following Financial Assets classified under this category:
 - (a) If Financial Assets does not meet the condition of measured at amortized cost or if made irrevocable election to reduce the accounting mismatch,
 - (b) Compulsory classified under this category:
 - (i) Financial Assets held for trading,
 - (ii) All derivatives except held for hedging
- It is initially measured at Fair value and any transactions costs is charged to Profit or loss.
- It is subsequently measured at Fair value with changes recognized in profit or loss.

3. Financial Assets at Fair Value through Other comprehensive income

- If made irrevocable election and it is investment in equity instrument not held for trading, i.e. entity has strategic intent to hold the investment in equity instruments.
- It is initially measured at Fair value plus transactions costs.
- It is subsequently measured at Fair value with changes recognized in other comprehensive income under equity (Subsequently not reclassified to profit or loss).

D. Reclassification of Financial Assets

- Reclassification on Financial Assets is made only when there is changes in business model for managing financial assets.
- New Carrying amount of financial assets is Fair value at the date of reclassification.
- Any gain/loss on reclassification is recognized in profit or loss.



E. Impairment of Financial Assets that is measured at amortized Cost

- Financial assets is test for impairment if there objective evidence of impairment at the end of every reporting period.
- Impairment losses is recognized if its carrying amount exceeds the present value of future cash flows discounted at original effective interest.
- For the purpose of impairment test Financial assets are grouped if significant on the basis on similar credit risks and other financial assets are tested on stand-alone basis.

3.6. Financial Liabilities

A financial liability is any liability having:

- (a) contractual obligation:
 - (i) to deliver cash or another financial asset from another entity; or
 - (ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the entity; or
- (b) a contract that will or may be settled in the entity's own equity instruments and is:
 - (i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments; or
 - (ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

A. Recognition of Financial Liabilities

A financial Liabilities is recognized when the entity become party to the contractual provision of financial instruments .

B. Derecognition of Financial Liabilities

- A financial Liabilities is de-recognized when:
 - (a) Contractual obligation to pay Cash flows extinguished or
 - (b) There is a substantial modification of term of contract or exchange of financial liabilities with substantial different terms.
- Gain/ (loss) on derecognition of Financial Liabilities is recognized in profit or loss.

C. Classification and Measurement of Financial Liabilities

1. Financial Liabilities at Amortized Cost

- All financial liabilities are measured at amortized cost except otherwise stated.



- It is initially measured at Fair value plus transactions costs.
- It is subsequently measured at amortized cost using effective interest method.
- Interest Charges shall be calculated on opening balance of amortized cost.

2. Exception of Financial Liabilities at Amortized Cost

Classification	Measurement
Financial liabilities at Fair Value Through Profit or Loss(including Derivatives held for trading)	• Measured at Fair Value on initial recognition & subsequently • Changes is recognized in profit or loss
Liabilities created on transfer of Financial Assets	• Measured at Fair of Consideration received for transfer of financial assets if it does not qualify for recognition
Financial Guarantee Contract	Subsequently Measure at higher of • Amount as per NAS 37: provision, contingent liabilities & contingent assets • Initial amount less Cum amortization as per NAS 18 Revenue
Subsidized loan (loan at be-low-market interest rates)	Subsequently Measure at higher of • Amount as per NAS 37: provision, contingent liabilities & contingent assets • Initial amount less Cum amortization as per NAS 18 Revenue

Entity made irrevocable election to classify financial liability at Fair Value through Profit or Loss on following condition:

- If it reduces the accounting mismatch.
- Financial liability is evaluated on fair value basis.

D. Reclassification of Financial liabilities

- No Financial liabilities shall be reclassified.

3.7. Presentation of Financial Instruments

A. Offsetting of Financial assets and Financial liabilities

Financial Assets & liabilities are offset in Statement of financial position only if the entity

- Has legally enforceable rights to set off the recognized amount
- Nets basis or simultaneous basis settlement of the respective assets with liabilities



B. Interest Dividend, losses & gains

- Interest dividends, losses & gains relating to financial instrument or component that is FL shall be recognized as expenses or income in PL
- Distribution to holders of equity instruments shall be debited in equity (net of tax benefit)
- Transaction cost (net of tax benefit) related to equity instrument is deducted from equity
- Transaction cost related to compound instrument is allocated to both equity & liability component in pro-rata of value of both component

3.8. Inventories

Inventories are initially recognised at cost, and subsequently at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the variable selling expenses.

The cost is determined on weighted average method and includes expenditure incurred in acquiring the inventories and bringing them to their present location and condition. In the case of manufactured inventories and work-in progress, cost includes an appropriate share of overheads based on normal operating capacity.

3.9. Cash and Cash Equivalents

Cash and cash equivalents comprises cash balances, call deposits and other short term highly liquid investments.

3.10. Impairment

Non-financial assets (other than biological assets measured at fair value less cost to sell, investment property measured at fair value, Financial Assets, inventories and deferred tax assets) are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the smallest parts of assets to which it belongs for which there are separately identifiable cash flows and its cash generating units ('CGUs').

Impairment charges are included in the statement of profit or loss.



3.11. Share Capital

Financial instruments issued by the company are classified as equity only to the extent that they do not meet the definition of financial liability or financial asset. The company's equity shares are classified as equity instruments.

All the issued shares are fully paid and have equal voting rights.

The details of shareholdings holding more than 0.5% of total paid up capital are as follows:

Name	31.03.2081	31.03.2080
A.B.B. Investment Pvt Ltd	39.92%	39.92%
Arun Kumar Chaudhary	5.14%	5.14%
Bijay Bahadur Shrestha	0.60%	0.60%
Himal Cement Co.	4.23%	4.23%
Karan Kumar Chaudhary	5.68%	5.68%
Mandira Amatya Joshi	4.12%	4.12%
National Trading Ltd.	2.81%	2.81%
Nepal Oil Corporation Ltd	14.50%	14.50%
Rajendra Kumar Khetan	1.07%	1.07%
Rastriya Banijya Bank Limited	1.61%	1.61%
Rastriya Beema Company Limited	4.23%	4.23%
Shila Chaudhary	1.10%	1.10%
Shree Himalayan Enterprises Pvt.Ltd	1.08%	1.08%
Sonam Chuki Shrestha	1.64%	1.64%
Others	12.29%	12.29%
Total	100.00%	100.00%

3.12. Employee Benefits

Short-term employee benefits, such as salaries, paid leave, and social security costs are recognised over the period in which the employees provide the related services. The company operates a number of post-retirement benefit schemes for its employees including both defined benefit and defined contribution plans.

A defined benefit scheme is a plan that defines an amount of pension, gratuity or leave compensation benefit that an employee will receive on retirement, dependent on one or more factors such as age, years of service and salary.

A defined contribution plan is a plan into which the company pays fixed contributions; there is no legal or constructive obligation to pay further contributions.

Full actuarial valuations of the company's defined benefit schemes are carried out periodically with interim reviews in the intervening years; these valuations are updated by qualified independent actuaries. For the purposes of these annual updates, scheme assets are included at their fair value and scheme liabilities are measured on an actuarial basis using actuarial



assumptions. The defined benefit scheme liabilities are discounted using rates equivalent to the market yields at the reporting date. The company's profit or loss charge includes the current service cost, past service costs, net interest expense (income), and plan administration costs that are not deducted from the return on plan assets.

Re-measurements, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest expense (income) and net of the cost of managing the plan assets), and the effect of changes to the asset ceiling (if applicable) are reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurements recognised in other comprehensive income are reflected immediately in retained profits and will not subsequently be reclassified to profit or loss. The company's Statement of Financial Position includes the net surplus or deficit, being the difference between the fair value of scheme assets and the discounted value of scheme liabilities at the reporting date. Surpluses are only recognised to the extent that they are recoverable through reduced contributions in the future or through refunds from the schemes.

3.13. Taxation

The company applies NAS 12 for accounting and reporting income taxes. Income tax on the profit for the year comprises current and deferred tax. Income tax is recognized directly in the statement of profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current Tax

Current income tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the reporting date, and any adjustment made to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Deferred Tax

Deferred tax is the tax expected to be payable or recoverable in future arising from temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in computation of taxable profit.

It is computed using statement of financial position liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets recognised to the extent that is probable that the temporary differences or taxable profit will be available against which deductive temporary differences can be utilised.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized, based on the level of future taxable profit forecasts and tax planning strategies.



Current and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis or to realise the asset and settle the liability simultaneously.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend.

Value Added Tax

Value Added Tax is a indirect tax payable on sales of Vatable goods or services. Entity is VAT registered party. Entity pays VAT liabilities after reducing VAT on purchase from VAT on Sales which is allowed by VAT Act 2052. So, VAT Receivables and Payables are presented in statement of Financial Position by offsetting.

3.14. Trade & Other Payables

Trade payables represent liabilities which are unpaid. Trade payables are classified as current liabilities unless payment is not due within twelve (12) months after the reporting period. Otherwise, they are presented as non-current liabilities. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

3.15. Provisions

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

3.16. Revenue

Revenue from the sales of goods is recognized when:

- There is transfer of significant risk and reward of ownership and related control over goods
- the amount of revenue and cost incurred on transaction can be reliably measured;
- It is probable that future economic benefits will flow to the entity.

Revenue comprises the fair value of the consideration received or receivable for the sale of goods in the ordinary course of the group's activities. Revenue is shown net of sales/value-added tax, excise duty, returns, rebates and discounts and after eliminating sales within the group.

Where the buyer has a right of return, the company defers recognition of revenue until the right to return has lapsed. However, where high volumes of sales are made to established wholesale customers, revenue is recognised in the period where the goods are delivered less an appropriate provision for returns based on past experience. The same policy applies to warranties, provided the amount of revenue can be measured reliably and it is probable that the company will receive



any consideration, revenue for services is recognised in the period in which they are rendered.

Interest Income

Interest income are recognized in the statement of profit or loss on accrual basis.

3.17. Expenses

All expenses are recognized in the statement of profit or loss on accrual basis.

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements in accordance with NFRS requires the management to make judgements, estimates and assumptions applying the accounting policies that affect the reported amounts of assets, liabilities, income and expenses, including contingencies and commitments. Due to the inherent uncertainty in making estimates, actual results reported in future periods may differ from those estimates. The estimates and the underlying assumptions are reviewed on on-going basis based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revision to accounting estimates are recognised in the period in which estimates are revised, if the revision affects only that period; they are recognised in the period of revision and future periods if the revision affects both current and future periods.

The significant judgements made by the management in applying the company's accounting policies and key sources of estimation uncertainty in these financial statements, which together are deemed critical to the company's results and financial position, are given in the respective sections of the notes wherever they have been applied.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Entity. Such changes are reflected in the assumptions when they occur.

In the process of applying the Entity's accounting policies, management has made the followings estimates, assumptions and judgements:

(a) Use of Fair Value as deemed cost at reporting date

Management has made a judgment to use fair value of property for land, building and physical structures at the reporting dates. Other property, plant and equipment are measured at historical cost. The company has revalued and reassessed Land, Building and Physical infrastructure from an independent valuator as on reporting date which has been reflected in the financials statement of the company.



(b) Impairment of financial assets-Sundry Debtors

The management deems that all the outstanding receivable as on date of statement of financial position (Ashad, 31 2081) are recoverable. No impairment has been made to account receivables in the current year.

(c) Actuarial Valuation

The measurement of defined benefits obligations and defined benefits contributions is done as per the valuation made by actuary and such valuation shall be reassessed every year.

The company has conducted actuary valuation as on reporting date which has been reflected in the financials statement of the company.



Key Ratios

Key Ratios	31.03.2081	31.03.2080	Remarks/Response
Assets Turnover Ratio (Times)	5.58	4.74	Significant improvement indicates better utilization of assets to generate revenue.
Current Ratio (Times)	1.49	1.39	Slight increase shows improved liquidity, though it remains at a moderate level.
Debtor Turnover (Times)	3.19	2.39	Increase suggests faster collection of receivables, improving working capital.
Inventory Turnover (Times)	3.78	3.18	Enhanced inventory management with quicker stock turnover, indicating efficiency.
Debt Equity Ratio (Times)	1.00	1.30	Lower ratio indicates reduced reliance on debt financing, leading to better solvency.
Interest Coverage Ratio (Times)	2.67	1.12	Strong improvement indicates better ability to meet interest obligations from profits.
Operating Profit Margin (%)	7.86%	5.14%	Increase shows enhanced operational efficiency and cost control, leading to higher margins.
Net Profit Margin (%)	3.90%	0.59%	Significant growth in net profits, reflecting better profitability.
Earning Per Share (EPS)	75.44	8.94	EPS increase highlights substantial earnings growth, benefiting shareholders.
Return On Equity (%)	14.94%	2.05%	Major improvement suggests better returns to shareholders and overall profitability.
Return On Assets (%)	5.23%	0.63%	Increase indicates that assets are being used more effectively to generate profits.



NEPAL
LUBE OIL
LIMITED

MARKETING



Gulf and McLaren Partnership **Bold is back**



Fuelled by the competitive spirit that drives us. Bound by the unrelenting pursuit to be the best and nothing less. Our partnership with McLaren Racing initially began in 1968 and lasted until 1973. Not long after, we reignited our relationship and took to the race track together once again.

We are the preferred lubricant supplier to McLaren Automotive. As of October 2021, every car coming off the McLaren Automotive production line is filled with Gulf Formula Elite engine oil. These two iconic brands feature class-leading capabilities and have come together with a shared history of excellence and a shared hunger for innovation.

Together through history

Few partnerships hold the remarkable legacy that we share with McLaren. Stretching back over 50 years, we have managed to build a brand that is synonymous with competitive excellence, and built by the fans, for the fans.

Our initial team-up with Gulf-branded McLarens led to us participating in both Formula 1 and the Can-Am series. During that time, the team left an indelible mark winning over 40 races.

In the 1990s we came together once again, with the legendary McLaren F1 GTR running

in the 24 Hours of Le Mans while sporting the timeless Gulf livery. Our partnership reignited our thirst for victory when we had the privilege of watching Gulf branded McLaren cars claim over 10 finishes in the top 10 and a victory in 1995.

2020 brought these brands back together, with the Gulf logo appearing on McLaren F1 MCL35M race cars, but most importantly of all, it allowed our fans to once again cheer alongside us as we embraced a new era of the McLaren partnership.



नेपाल ल्यूब ओयल लि.

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SCHEME

2 WHEELER, PCMO, GEO & DEO RETAILERS REGULAR SCHEME

मेकानिक्स एकीम

2 WHEELERS & PCMO PGM SCHEME

Points	Products
150	CGS1401P Steam Iron 1000W OR Spectra S5 Manual 1 Burner OR CGS24KSL12 24CM 5999 (S) 1
300	CGSF16A01GA Stand Fan OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
500	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
750	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
1000	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
1250	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
1500	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr
2000	CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr OR CGS1401P 28S Stainless Steel Auto Ignition 2 Burner OR CGS400172 Mixer 2000W 2 Ltr

QR Code for Dealer Details

मेकानिक्स एकीम

DEO PGM SCHEME

Points	Products
100	CGS1401G CG Dry Iron 1000W OR CGS1401G Thermo Jug Flask 0.8L OR CGS1401G Kettle 1.8L
150	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
200	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
350	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
500	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
700	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
1000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM

QR Code for Dealer Details

मेकानिक्स एकीम

RETAILER SCHEME

Liters	Products
300	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
500	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
700	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
1100	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
1500	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
2100	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
2500	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
3000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
4000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
5000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
6000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
10000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM
15000	CGS1401G Kettle 1.8L 1500W OR CGS1401G CG Sauce Pan with Glass Lid 1.8L 15 OR Pigeon Aluminum Pressure Cooker Inner Lid 2 Ltr. Classic OR Pigeon Non-Stick Cooker 200 MM

QR Code for Dealer Details

COUPONS

उपहार कूपन

Rs 5

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

E SEWA TOP UP को लागि

Rs 20

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

E SEWA TOP UP को लागि

Rs 75

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

E SEWA TOP UP को लागि

Rs 150

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

E SEWA TOP UP को लागि

Rs 200

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

E SEWA TOP UP को लागि

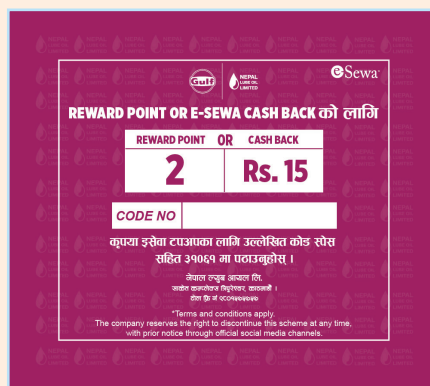
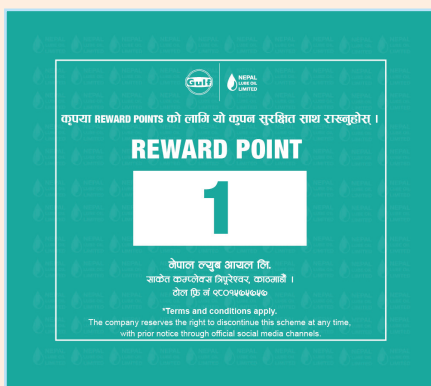
Rs 500

को कूपनमा उपलब्धित एकमात्र नजिकको रिटेलर/डिस्ट्रीब्यूटरबाट प्राप्त गर्न सकिनुहुनेछ।

NLOL has issued coupons from Rs.5 to Rs. 500 for MCO and DEO segments. This scheme is targeted to mechanics specially.



REWARD POINT



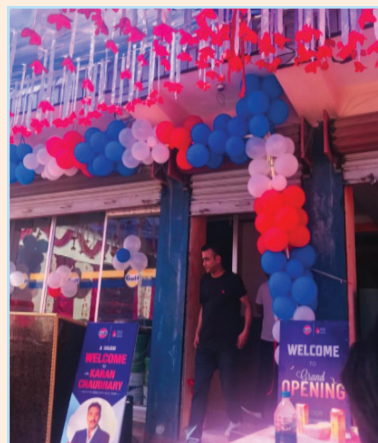


BRANDING

SHOWROOM BRANDING



SHOWROOM INAUGURATION





SHOWROOM INAUGURATION



BANNER & SUPPORT SPONSOR





VEHICLE BRANDING





FLEX BOARD, WALL PAINT & ACP









SERVICE CAMP



WISHTLEPODO TRAVEL





SCHOLARSHIP



DEALER MEET





32nd ANNUAL GENERAL MEETING





CODE OF BUSINESS PRINCIPLES (COBP)

Code of Business Principles is the company's statement of values and represent the standard of conduct which all the employees are expected to meet in their business endeavors. It supports our approach to governance and corporate responsibility. COBP has always encouraged the company to work with honesty and integrity. It is also applicable to everyone with whom the company is associated. This year was another sound year of corporate governance of the company.

Standard of Conduct

We conduct our operations with honesty, integrity, openness, and respect for human rights and interests of our employees.

We shall similarly respect the legitimate interests of those with whom we have relationships.

Obeying the Law

NLOL and employees are required to comply with the laws and regulations of the countries in which we operate.

Family Bonding

Your Company is committed to a working environment that promotes diversity and equal opportunity and where there is mutual trust, respect for human rights and no discrimination.

We will recruit, employ and promote employees on the sole basis of the qualifications and abilities required for the work to be performed.

We will provide employees with a total remuneration package that meets or exceeds the legal minimum standards and appropriate prevailing industry standards.

We will not use any form of forced, compulsory, trafficked or child labour. We are committed to working with employees to develop and enhance each individual's skills and capabilities.

We respect the dignity of the individual and the right of employees to freedom of association and collective bargaining.

We will maintain good communications with employees through company based information and consultation procedures.

We will ensure transparent, fair and confidential procedures for employees to raise concerns.

Consumers

Your Company is committed to provide branded products which consistently offer value in terms of price and quality, and which are safe for their intended use. Products will be accurately and properly labelled, advertised and communicated.

Shareholders

Your Company will conduct its operations in accordance with internationally accepted principles of good corporate governance. We will provide timely, regular and reliable information on our activities, structure, financial situation and performance to all shareholders.

Business Partners

Your Company is committed to establishing mutually beneficial relations with our suppliers, customers and business partners. In our business dealings we expect our partners to adhere to business principles consistent with our own.

CSR

Your Company strives to be a trusted corporate citizen and as an integral part of society, to fulfil our responsibilities to the societies and communities in which we operate.

Public Activities

NLOL is encouraged to promote and defend their legitimate business interests.

Your Company will co-operate with government and other organisations, both directly and through bodies such as trade associations, in the development of proposed legislation and other regulations which may affect legitimate business interests.

Your Company neither supports political parties nor contributes to the funds of groups whose activities are calculated to promote party interests.



The Environment

Your Company is committed to make continuous improvement in reduction of environmental impact and developing a sustainable business in long term.

Your Company will work in partnership with other partners to promote environmental care, increase understanding of environmental issues and disseminate good practices.

Innovation

Our innovations use insights and technologies to deliver branded benefits which meet the latest trends. Our innovation is increasingly responsive to local needs, landing results faster into the market.

We will innovate on the basis of sound science, applying rigorous standards of product safety.

Competition

Your Company believes in vigorous yet fair competition and supports the competition laws of the company. Gulf companies and employees conduct their operations in accordance with the principles of fair competition and all applicable regulations.

The Legal function of your company continues to be a valued partner in facilitating the business agenda and effectively dealing with unfair competition and ensuring regulatory compliances.

Business Integrity

Your Company does not give or receive, whether directly or indirectly, bribes or other improper advantages for business or financial gain. No employee may offer, give or receive any gift or payment which is, or may be construed as being, a bribe. Any demand for, or offer of, a bribe must be rejected immediately

and reported to management.

Your Company's accounting records and supporting documents must accurately describe and reflect the nature of the underlying transactions. No undisclosed or unrecorded account, fund or asset will be established or maintained.

Conflicts of Interests

All employees and others working for Gulf are expected to avoid personal activities and financial interests which could conflict with their responsibilities to the company.

Employees must not seek gain for themselves or others through misuse of their positions.

Compliance-Monitoring-Reporting

Compliance with these principles is an essential element to our business success. The NLOL Board is responsible for ensuring these principles are applied throughout your Company.

The Board Of Directors is responsible for implementing these principles and is supported by the Global Code and Policy Committee which is chaired by the Chief Legal Officer. Day-to-day responsibility is delegated to all senior management of the geographies, categories, functions and operating companies. They are responsible for implementing these principles, supported by local Code Committees. Assurance of compliance is subject to review by the Board supported by the Corporate Responsibility Committee and for financial and accounting issues the Audit Committee.

Any breach of the Code must be reported. Provision has been made for employees to be able to report in confidence and no employee will suffer any consequence of doing so.



**NEPAL
LUBE OIL
LIMITED**

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